

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Direct Connect, LLC		07/05/2013	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Direct Connect Merchant Services, LLC		
Street Address:	212 Spyglass Lane		
City:	Jupiter		
State/Country:	FLORIDA		
Postal Code:	33477		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76713916	DIRECT CONNECT	
CORRESPONDENCE DATA			
Fax Number:	7033521301		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7033521300		
Email:	jbacon@abhylaw.com		
Correspondent Name:	James T. Bacon		
Address Line 1:	11350 Random Hills Road		
Address Line 4:	Fairfax, VIRGINIA 22030		
NAME OF SUBMITTER:	James T. Bacon		
Signature:	/James T. Bacon/		
Date:	09/16/2013		

OP \$40.00 76713916

Total Attachments: 6

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Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Direct Connect, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Limited Liability Company

(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Virginia

(Enter state, or if a non-U.S. entity, the name of the country)

on May 14, 2008

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

Direct Connect Merchant Services, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: April 1, 2013

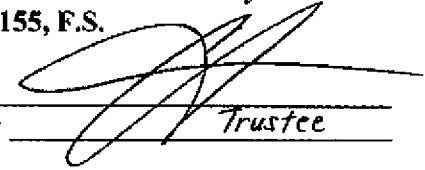
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.**)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

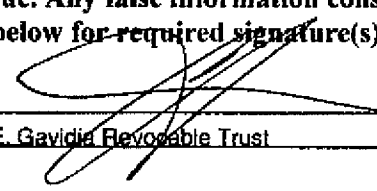
7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 19th day of June 2013.

Signature of Member or Authorized Representative of Limited Liability Company:
Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: 
Printed Name: Carlos E. Gavidia Revocable Trust Title: Trustee

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: 
Printed Name: Carlos E. Gavidia Revocable Trust Title: Trustee

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:
Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:
Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:
Signatures of ALL General Partners.

All others:
Signature of an authorized person.

Fees:
Certificate of Conversion: \$25.00
Fees for Florida Articles of Organization: \$125.00
Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

2013 JUN -5 AM 8:56
571500001-0005

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Direct Connect Merchant Services, LLC

(Must end with the words "Limited Liability Company, the abbreviation "L.L.C." or the designation "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

212 Spyglass Lane
Jupiter, FL 33477

212 Spyglass Lane
Jupiter, FL 33477

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Carlos Gavidia

Name

212 Spyglass Lane

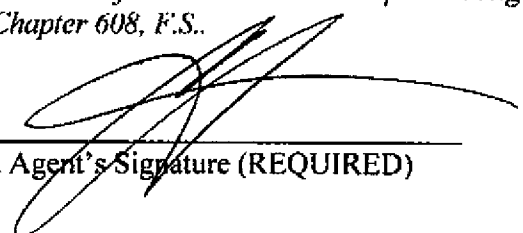
Florida street address (P.O. Box **NOT** acceptable)

Jupiter FL 33477

City, State, and Zip

2012 JUL -5 AM 9:56
STATE OF FLORIDA
SECRETARY OF STATE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM


Matt Clyne
3901 Centerview Drive, Suite W
Chantilly, VA 20105

MGRM

Carlos E. Gavidia Revocable Trust
212 Spyglass Lane
Jupiter FL 33477

(Use attachment if necessary)

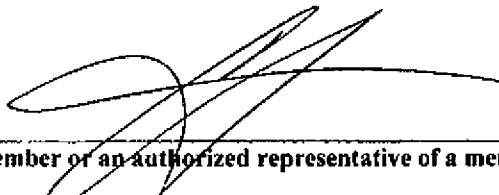
ARTICLE V: Effective date, if other than the date of filing: April 13, 2013


April 13, 2013

(OPTIONAL)

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Certificate of Conversion, if an effective date listed therein.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Carlos E. Gavidia Revocable Trust

Typed or printed name of signee

2013 JUL -5 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 8, 2013

JAMES T. BACON
ALFRED, BACON, HALFHILL & YOUNG, PC
11350 RANDOM HILLS ROAD, SUITE 700
FAIRFAX, VA 22030

Re: Document Number L13000096039

The Certificate of Conversion and Articles of Organization were filed July 5, 2013, with an organizational date deemed effective May 14, 2008, for DIRECT CONNECT MERCHANT SERVICES, LLC, the resulting Florida Limited Liability Company.

The certification you requested is enclosed.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added. **It is your responsibility to remember to file your annual report in a timely manner.**

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to www.irs.gov.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6051, the Registration Filing Section.

Tammi Cline
Regulatory Specialist II
Division of Corporations

Letter Number: 113A00016620

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

TRADEMARK

REEL: 005112 FRAME: 0312

State of Florida



Department of State

I certify from the records of this office that DIRECT CONNECT MERCHANT SERVICES, LLC, is a limited liability company organized under the laws of the State of Florida, filed on July 5, 2013, with an organizational date deemed effective May 14, 2008.

The document number of this company is L13000096039.

I further certify that said company has paid all fees due this office through December 31, 2013, and its status is active.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Eighth day of July, 2013



CR2EO22 (1-11)

Ken Detzner

Ken Detzner
Secretary of State

TRADEMARK