

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
ObjectFX Corporation		06/01/2012	CORPORATION: MINNESOTA

<b>RECEIVING PARTY DATA</b>	
Name:	ObjectFX, LLC
Street Address:	5845 Richmond Highway
Internal Address:	Suite 600
City:	Alexandria
State/Country:	VIRGINIA
Postal Code:	22303
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA

<b>PROPERTY NUMBERS Total: 4</b>		
Property Type	Number	Word Mark
Registration Number:	2542181	OBJECTFX
Registration Number:	2714822	SPATIALFX
Registration Number:	3371099	SPATIALRULES
Registration Number:	3562532	FLEETSCAPE

<b>CORRESPONDENCE DATA</b>	
Fax Number:	2027767801
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	202-776-7800
Email:	jstaples@duanemorris.com
Correspondent Name:	Duane Morris LLP
Address Line 1:	505 9th Street, N.W.
Address Line 2:	Suite 1000
Address Line 4:	Washington, D.C., DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	T3238-00010	<b>TRADEMARK</b>
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CH \$115.00 2542181

NAME OF SUBMITTER:	Christopher J. Tyson
Signature:	/Christopher J. Tyson/
Date:	11/13/2013
Total Attachments: 5 source=t323800010conversion#page1.tif source=t323800010conversion#page2.tif source=t323800010conversion#page3.tif source=t323800010conversion#page4.tif source=t323800010conversion#page5.tif	

Office of the Minnesota Secretary of State

Minnesota Business Corporations &  
Limited Liability Companies | Articles of Conversion

Minnesota Statutes, Chapter's 302A & 322B



Read the instructions before completing this form.

Filing Fee \$35.00

1. Name of the Organization before the Conversion is: (Required)  
ObjectFX Corporation

2. Name of the Organization after the Conversion shall be: (Required)  
ObjectFX, LLC

3. After the Conversion, the Organization shall be a: (Required) *(Check one of the following filing types.)*

Corporation  Limited Liability Company

4. The Terms and Conditions of the Proposed Conversion are:  
See attached Plan of Conversion.


If no Terms and Conditions are listed, the undersigned personally certifies that there are no Terms and Conditions.

5. The manner and basis of converting each ownership interest in the organization immediately before the conversion into ownership interests of the organization immediately after the conversion, in whole or in part, into money or other property is: (Required)

The common shares issued and outstanding immediately prior to the Effective Date will, on the Effective Date, be converted into and become all of the membership interest of the limited liability company.

6. Include a Copy of the Proposed Articles of Incorporation or Articles of Organization of the Organization after the Conversion, with the Articles and Plan of Conversion. (Required)

7. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

  
Dennis W. Groseclose  
Authorized Signature of Individual on Behalf of the Converting Company or Authorized Agent (Required)

**Email Address for Official Notices**

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

Dennis.Groseclose@objectfx.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

**Office of the Minnesota Secretary of State**  
Minnesota Business Corporations &  
Limited Liability Companies | Articles of Conversion  
*Minnesota Statutes, Chapter's 302A & 322B*



List a name and daytime phone number of a person who can be contacted about this form:

Rebecca Collier	(937) 449-5792
Contact Name	Phone Number

Entities that own, lease or have any financial interest in agricultural land or land capable of being farmed must register with the Department of Agriculture.

PLAN OF CONVERSION

THIS PLAN OF CONVERSION ("Plan") is made and entered into effective as of the 25<sup>th</sup> day of May, 2012, by OBJECTFX CORPORATION, a Minnesota corporation ("OFX"), upon the following terms and conditions:

WITNESSETH:

WHEREAS, OFX is a corporation duly organized and existing under the laws of the State of Minnesota with an authorized capital of Twenty Million Two Hundred Thousand (20,200,000) common shares at no par value, of which One Hundred (100) common shares are issued and outstanding;

WHEREAS, OFX desires to convert into ObjectFX, LLC, a Minnesota limited liability company (the "Company"); and

WHEREAS, the sole Shareholder and Directors of OFX have approved and adopted this Plan of Conversion by unanimous written consent dated as of May 25, 2012.

NOW, THEREFORE, the undersigned hereby agrees as follows:

1. CONVERSION. OFX elects to convert into a Minnesota limited liability company.
2. EFFECTIVE DATE. The conversion provided for in this Declaration shall become effective upon the filing of Articles of Conversion in the office of the Secretary of State of Minnesota in accordance with the provisions of Section 302A.691 of the Minnesota Business Corporation Act ("Effective Date").
3. MANNER AND BASIS FOR CONVERTING SHARES.
  - 3.1. Conversion of Common Shares of OFX. The common shares of OFX issued and outstanding in the sole Shareholder's name immediately prior to the Effective Date ("OFX Shares") will, on the Effective Date, be converted into and become all of the membership interest of the Company.
  - 3.2. Surrender of Certificate. On the Effective Date, the holder of an outstanding certificate which prior thereto represented the OFX Shares shall surrender such certificate to OFX for cancellation, and such holder shall thereupon be entitled to receive one hundred percent of the membership interest in the Company.
  - 3.3. Effect of Conversion. From and after the Effective Date, the Company shall receive all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, immunities, franchises and authority of OFX, all of which shall be vested and devolve upon the Company without further act and deed, and the Company shall assume all the liabilities of every kind and description of OFX.
4. FURTHER ASSURANCES. OFX hereby agrees from time to time, as and when requested by the Company, to execute and deliver, or cause to be executed and delivered, all

such deeds and instruments and to take or cause to be taken such further or other action as the Company may deem necessary or desirable in order to vest in and confirm to the Company title to and possession of any property of OFX acquired or to be acquired by reason of or as a result of the conversion contemplated herein and otherwise to carry out the intent and purposes hereof, and the proper officers of the Company are fully authorized in the name of OFX or otherwise to take any and all such action.

IN WITNESS WHEREOF, OFX has caused this Declaration to be executed effective as of the date and year first above written.

**OBJECTFX CORPORATION**  
a Minnesota corporation

By: \_\_\_\_\_

  
Dennis W. Groseclose  
President

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**Office of the Minnesota Secretary of State**  
**Minnesota Limited Liability Company | Articles of Organization**  
*Minnesota Statutes, Chapter 322B*



Read the instructions before completing this form.  
 Filing Fee: \$135.00

The undersigned organizer(s), in order to form a Limited Liability Company under *Minnesota Statutes, Chapter 322B* adopt the following:

**Article I - Name of Limited Liability Company (Required)**

ObjectFX, LLC

*(The company name must include the words Limited Liability Company or the abbreviation LLC)*

**Article II - Registered Office Address and Agent (A Registered Office Address is Required)**

10 2 <sup>nd</sup> Street NC #400	Minneapolis	MN	55413
Street Address <i>(A PO Box by itself is not acceptable)</i>	City	State	Zip Code

Registered Agent at the above address is: \_\_\_\_\_

**Article III - Duration**

The period of duration for this limited liability company shall be: *(If this is not completed, a perpetual duration is assumed by law.)*  
perpetual

**Article IV - Organizers (Required)**

I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Dennis Groseclose	5845 Richmond Hwy, Ste. 600	Alexandria	VA	22303
Organizer's Name	Street Address	City	State	Zip
Signature				05/25/2012
				Date

Organizer's Name	Street Address	City	State	Zip
Signature				Date

**Email Address for Official Notices**

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

Dennis.Groseclose@objectfx.com

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Rebecca Collier (937) 449-5792

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STATE OF MINNESOTA  
 DEPARTMENT OF STATE  
 FILED

JS

JUN 01 2012

Walter Ritschle  
 Secretary of State

TRADEMARK