

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion and Name Change		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Weather Central, LLC		01/13/2011	LIMITED LIABILITY COMPANY: WISCONSIN
RECEIVING PARTY DATA			
Name:	Weather Central, LP		
Street Address:	401 Chamany Drive		
City:	Madison		
State/Country:	WISCONSIN		
Postal Code:	53719		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2210567	A.D.O.N.I.S. FUTURECAST	
Registration Number:	3753663	ESP:LIVE	
Registration Number:	3746855	FUTURECAST	
Registration Number:	3580461	LIVE:WIRE	
Registration Number:	2989097	MAGICTRAK	
Registration Number:	2984172	SCREENWRITER	
Registration Number:	2063922	SKYTRAK	
Registration Number:	2986446	WCINTERACTIVE	
CORRESPONDENCE DATA			
Fax Number:	4045413372		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	404-815-6500		
Email:	tadmin@kilpatricktownsend.com,		

OP \$215.00 2210567

brook@kilpatricktownsend.com

Correspondent Name: William H. Brewster
Address Line 1: 1100 Peachtree Street, Suite 2800
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	W2100/056310
NAME OF SUBMITTER:	Beth Rook
Signature:	/Berth Rook/
Date:	03/03/2014

Total Attachments: 9

source=Weather Central, LLC to Weather Central, LP#page1.tif
source=Weather Central, LLC to Weather Central, LP#page2.tif
source=Weather Central, LLC to Weather Central, LP#page3.tif
source=Weather Central, LLC to Weather Central, LP#page4.tif
source=Weather Central, LLC to Weather Central, LP#page5.tif
source=Weather Central, LLC to Weather Central, LP#page6.tif
source=Weather Central, LLC to Weather Central, LP#page7.tif
source=Weather Central, LLC to Weather Central, LP#page8.tif
source=Weather Central, LLC to Weather Central, LP#page9.tif

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A WISCONSIN LIMITED LIABILITY COMPANY UNDER THE NAME OF "WEATHER CENTRAL, LLC" TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "WEATHER CENTRAL, LLC" TO "WEATHER CENTRAL, LP", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JANUARY, A.D. 2011, AT 3:01 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FOURTEENTH DAY OF JANUARY, A.D. 2011.

4926912 8100V

110041557

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8495269

DATE: 01-14-11

TRADEMARK
REEL: 005228 FRAME: 0501

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
LIMITED PARTNERSHIP PURSUANT TO
SECTION 17-217 OF THE LIMITED PARTNERSHIP ACT

1. The jurisdiction where the Limited Liability Company first formed is Wisconsin.
2. The jurisdiction immediately prior to filing this Certificate is Wisconsin.
3. The date the Limited Liability Company first formed is July 27, 2009.
4. The name of the Limited Liability Company immediately prior to filing this Certificate is WEATHER CENTRAL, LLC.
5. The name of the Limited Partnership as set forth in the Certificate of Limited Partnership is WEATHER CENTRAL, LP.
6. The effective time and date of this Certificate of Conversion shall be 12:01 a.m. Central Standard Time on January 14, 2011.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 13th day of
January, 2011.

WEATHER CENTRAL, LP

By: Weather Central Holdings, Inc.,
General Partner

By: Terence F. Kelly
Name: Terence F. Kelly
Title: Chairman and Chief Executive Officer

Sec. 179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

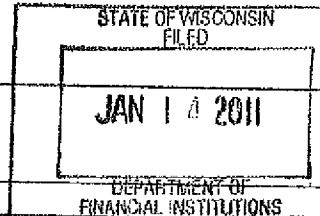
State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



CERTIFICATE OF CONVERSION

1. Before conversion:

Company Name:
Weather Central, LLC



11 JAN 13 PM 1:43
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country *)
-----------------------------	---	--

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

Yes No

If yes, the entity is required to file a report with the Wisconsin Department of Revenue under section 73.14 of the Wisconsin Statutes. (See instructions.)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

3. After conversion:

Company Name:
Weather Central, LP

Indicate (X) Entity Type	<input checked="" type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Delaware</u> (state or country)
-----------------------------	---	---

FILING FEE - \$150.00 Use of this form is mandatory.

DFI/CORP/1000(R06/06)

4. A Plan of Conversion containing all the following parts is attached as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. (NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is optional.)
- G. Other provisions relating to the conversion, as determined by the business entity.

5. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION**:

Registered Agent (Agent for Service of Process): Terence F. Kelly	Registered Office: 401 Charmany Drive, Suite 200 Madison, WI 53719
Additional Entry for a Limited Partnership only →	Record Office:

7. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION**:

Registered Agent (Agent for Service of Process): National Corporate Research, Ltd.	DE Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 615 South DuPont Highway Dover, Delaware 1990
Additional Entry for a Limited Partnership only →	Record Office: 401 Charmany Drive, Suite 200 Madison, WI 53719

8. Executed on January 13, 2011 (date) by the business entity PRIOR TO ITS CONVERSION.

Terence F. Kelly
(Signature)

Mark (X) below the title of the person executing the document.

Weather Central Holdings, Inc.

Terence F. Kelly, Chairman and CEO

For a limited partnership

Title: General Partner

(Printed Name)

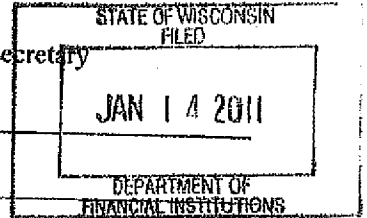
For a limited liability company

Title: Member OR Manager

For a corporation

Title: President OR Secretary

or other officer title



INSTRUCTIONS (Ref. Sec. 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Submit one original and one exact copy along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.		
Mailing Address: Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 345 W. Washington Ave - 3 rd Fl. Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

3. Enter the company name, type of business entity, and state of organization of business entity after conversion.

DFI/CORP/1000(R06/06)

Fee simple ownership interest Yes No (for DFI use only)
CERTIFICATE OF CONVERSION

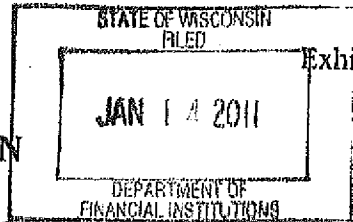
F
Attorney Anne E. Ross
Foley & Lardner LLP
150 East Gilman Street
Madison, WI 53703

L
▲ Enter your return address within the bracket above.

Phone number during the day: (608) 257 - 5035

INSTRUCTIONS (Cont'd)

4. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is optional.
5. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.
6. Provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership, also provide the address of its record office.
7. Provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership, also provide the address of its record office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.
8. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.



PLAN OF CONVERSION

THIS PLAN OF CONVERSION (this "Plan of Conversion") is made and entered into as of the 13th day of January, 2010, by Weather Central, LLC, a Wisconsin limited liability company (the "Company").

RECITALS

A. The Company was organized on July 27, 2009 as a Wisconsin limited liability company.

B. The Company has determined that it is in its best interest to convert from a Wisconsin limited liability company to a Delaware limited partnership pursuant to Section 183.1207 of the Wisconsin Statutes (the "Conversion").

NOW, THEREFORE, in consideration of the premises and the agreements herein contained, the Company hereby adopts the following agreements, terms and conditions relating to the Conversion and the manner of carrying the same into effect:

1. Name and Organization Before Conversion. The name of the Company before the Conversion is Weather Central, LLC, a Wisconsin limited liability company. It was organized as a limited liability company under Chapter 183 of the Wisconsin Statutes.
2. Name and Organization After Conversion. The name of the Company after the Conversion shall be Weather Central, LP. It will be organized as a Delaware limited partnership under the Delaware Uniform Limited Partnership Act.
3. Registered Agent and Registered Office. The registered agent of the Company before Conversion is Terence F. Kelly. The address of the registered office of the Company before the Conversion is 401 Charmany Drive, Suite 200, Madison, Wisconsin 53719. The registered agent of the Company after the Conversion shall be National Corporate Research, Ltd. The address of the registered office of the Company after the Conversion shall be 615 South DuPont Highway, Dover, Delaware 19901.
4. Manner and Basis of Converting Units. On the Effective Date, by virtue of the Conversion and without further action or deed by or on behalf of the Company or the members thereof, each of the currently issued and outstanding limited liability company units shall be exchanged as set forth on Schedule 1. Each certificate then representing the Company's limited liability company units, if any, by virtue of the Conversion and without further action or deed by or on behalf of the Company or the members thereof, shall be deemed cancelled.
5. Amendment. This Plan of Conversion may be amended, modified or supplemented at any time prior to the Effective Date of the Conversion with the consent of the members of the Company.
6. Effective Time and Date. The effective time and date of the Plan of Conversion shall be 12:01 a.m. Central Standard Time on January 14, 2011.

Schedule 1

[see attached]

STATE OF WISCONSIN
 FILED
JAN 14 2011
 DEPARTMENT OF
 FINANCIAL INSTITUTIONS

Owner	Pre-Conversion		Post-Conversion	
	Units in Weather Central, LLC		Class A Units in Weather Central, LP	Class B Units in Weather Central, LP
Partner #1	973,838.00			
Partner #2	-		417,092.0506	317,425.4797
Partner #3	-		45,711.7422	
Partner #4	-		34,393.6841	
Partner #5	-		34,393.6841	
Partner #6	-		22,702.5394	
Partner #7	-		79,015.9072	
Partner #8	-		48,376.9924	
Partner #9	23,891.00		16,723.7000	7,787.3446
Partner #10	1,310.00		917.0000	426.8985
Partner #11	437.00		305.9000	142.4415
Partner #12	306.00		214.2000	99.7416
Partner #13	109.00		76.3000	35.5289
Partner #14	109.00		76.3000	35.5289
Totals	1,000,000.00		700,000.0000	325,953.0638