

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

| | | | |
|--------------------------------|----------|----------------|--------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| AGERO CONNECTED SERVICES, INC. | | 11/04/2013 | CORPORATION: TEXAS |

| | |
|-----------------------------|---|
| RECEIVING PARTY DATA | |
| Name: | SIRIUS XM CONNECTED VEHICLE SERVICES INC. |
| Street Address: | 8550 FREEPORT PKWY |
| City: | IRVING |
| State/Country: | TEXAS |
| Postal Code: | 75063 |
| Entity Type: | CORPORATION: TEXAS |

| | | |
|----------------------------------|---------|-----------------|
| PROPERTY NUMBERS Total: 4 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 3039449 | ATX |
| Registration Number: | 3052211 | ATX |
| Registration Number: | 3918073 | IROUTE |
| Registration Number: | 4295885 | BROWSE BY VOICE |

| | |
|---|-------------------------------------|
| CORRESPONDENCE DATA | |
| Fax Number: | 2127158000 |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | |
| Phone: | (212) 715-7670 |
| Email: | KLTrademark@kramerlevin.com |
| Correspondent Name: | Kramer Levin Naftalis & Frankel LLP |
| Address Line 1: | 1177 Avenue of the Americas |
| Address Line 4: | New York, NEW YORK 10036 |

| | |
|-------------------------|--------------|
| ATTORNEY DOCKET NUMBER: | 067466-00002 |
|-------------------------|--------------|

CH \$115.00 3039449

| | |
|---|------------------|
| NAME OF SUBMITTER: | Tania C. Ramos |
| Signature: | /TANIA C. RAMOS/ |
| Date: | 03/05/2014 |
| Total Attachments: 6 source=Change of Name#page1.tif source=Change of Name#page2.tif source=Change of Name#page3.tif source=Change of Name#page4.tif source=Change of Name#page5.tif source=Change of Name#page6.tif | |



Office of the Secretary of State

November 05, 2013

CT Corporation System
701 Brazos, Ste. 720
Austin, TX 78701 USA

RE: Sirius XM Connected Vehicle Services Inc.
File Number: 133361500

It has been our pleasure to file the Certificate of Amendment for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

Sirius XM Connected Vehicle Services Inc.
133361500

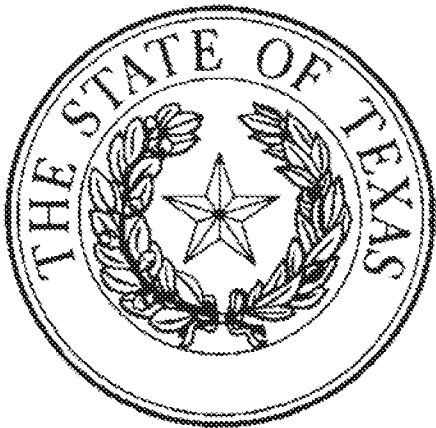
[formerly: Agero Connected Services, Inc.]

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Amendment for the above named entity has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 11/04/2013

Effective: 11/04/2013

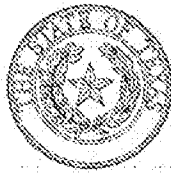


A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State

Form 424
(Revised 05/11)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
NOV 04 2013

Certificate of Amendment

Corporations Section

Entity Information

The name of the filing entity is:

Agero Connected Services, Inc.

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|--|---|
| <input checked="" type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 13361500

The date of formation of the entity is: November 14, 1994

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

Sirius XM Connected Vehicle Services Inc.

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:

Registered Agent
(Complete either A or B, but not both. Also complete C.)

A. The registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The registered agent is an individual resident of the state whose name is:

First Name

M.I.

Last Name

Suffix

The person executing this instrument affirms that the person designated as the new registered agent has consented to serve as registered agent.

C. The business address of the registered agent and the registered office address is:

Street Address (No P.O. Box)

City

TX

State Zip Code

3. Other Added, Altered, or Deleted Provisions

Other changes or additions to the certificate of formation may be made in the space provided below. If the space provided is insufficient, incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

Add each of the following provisions to the certificate of formation. The identification or reference of the added provision and the full text are as follows:

Alter each of the following provisions of the certificate of formation. The identification or reference of the altered provision and the full text of the provision as amended are as follows:

Delete each of the provisions identified below from the certificate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

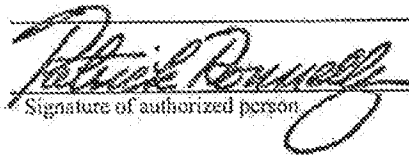
The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 11/4/2013

By:



Signature of authorized person

Patrick L. Donnelly, Secretary

Printed or typed name of authorized person (see instructions)

Sirius XM Connected Vehicle Services – Intellectual Property

U.S. Trademark Registrations

| Registration Number | Mark |
|----------------------------|-----------------|
| 3039449 | ATX |
| 3052211 | ATX (Design) |
| 3918073 | IROUTE |
| 4295885 | BROWSE BY VOICE |