

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM300412

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Conversion of Delaware corporation to Delaware limited liability company		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
INSURANCENOODLE, INC.		04/01/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	INSURANCENOODLE, LLC		
<b>Street Address:</b>	30 N. LaSalle Street, Suite 2500		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60602		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4195689	IN INSURANCE NOODLE	
<b>Registration Number:</b>	4214947	IN	
<b>Registration Number:</b>	2469821	INSURANCENOODLE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3059615812		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	3055790812		
<b>Email:</b>	mrv@gtlaw.com		
<b>Correspondent Name:</b>	Greenberg Traurig Attn: Manuel Valcarcel		
<b>Address Line 1:</b>	333 S.E. 2nd Avenue		
<b>Address Line 4:</b>	Miami, FLORIDA 33131		
<b>ATTORNEY DOCKET NUMBER:</b>	127185.011200		
<b>NAME OF SUBMITTER:</b>	Manuel Valcarcel, Esq.		
<b>SIGNATURE:</b>	/Manuel Valcarcel/		
<b>DATE SIGNED:</b>	04/04/2014		
<b>Total Attachments: 6</b>			
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# 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 DELAWARE CORPORATION UNDER THE NAME OF "INSURANCENOODLE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "INSURANCENOODLE, INC." TO "INSURANCENOODLE, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2014, AT 11:27 O'CLOCK A.M.

3214698 8100V

140411435



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1256694

DATE: 04-01-14

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005252 FRAME: 0003

# Delaware

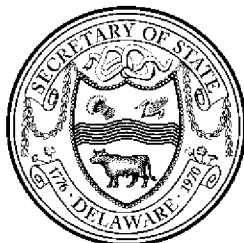
PAGE 2


*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 CERTIFICATE OF FORMATION OF "INSURANCENOODLE, LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2014, AT 11:27 O'CLOCK A.M.

3214698 8100V

140411435



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1256694

DATE: 04-01-14

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TRADEMARK  
REEL: 005252 FRAME: 0004

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
OF INSURANCENOODLE, INC.  
INTO INSURANCENOODLE, LLC  
PURSUANT TO SECTION 18-214  
OF THE LIMITED LIABILITY COMPANY ACT

The undersigned does hereby certify as follows:

FIRST: The name of the converting entity is InsuranceNoodle, Inc. (the "Corporation").

SECOND: The Corporation was formed on April 18, 2000 in the State of Delaware pursuant to the General Corporation Law of the State of Delaware.

THIRD: The name of the Corporation immediately prior to filing this Certificate is InsuranceNoodle, Inc.

FOURTH: The name of the Limited Liability Company as set forth in the Certificate of Formation is InsuranceNoodle, LLC.

[Signature follows on next page]

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting Corporation has executed this Certificate on date first written above.

INSURANCENoodle, INC.

By: 

Name: Jared Kaplan

Title: Chief Financial Officer

*[Signature Page to InsuranceNoodle, Inc. Certificate of Conversion]*

TRADEMARK  
REEL: 005252 FRAME: 0006

STATE OF DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE OF FORMATION  
OF  
INSURANCENOODLE, LLC

April 1, 2014

ARTICLE I – Name

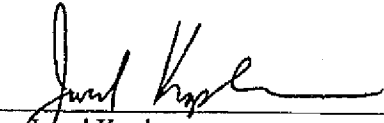
The name of the limited liability company (the “Company”) is **INSURANCENOODLE, LLC.**

ARTICLE II– Registered Agent and Office

The address of the Company’s registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of its Registered Agent at such address is The Corporation Trust Company.

[Signature follows on next page]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation for the Company named above as of the date first written above.

By:   
Name: Jared Kaplan  
Title: Chief Financial Officer

*[Signature Page to Certificate of Formation of InsuranceNoodle, LLC]*