

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM314934

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cribspot, LLC		07/17/2014	LIMITED LIABILITY COMPANY: MICHIGAN
RECEIVING PARTY DATA			
Name:	Cribspot, Inc.		
Street Address:	1528 Woodward Avenue		
City:	Detroit		
State/Country:	MICHIGAN		
Postal Code:	48226		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86203357	CRIBSPOT	
CORRESPONDENCE DATA			
Fax Number:	2485677440		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	248-567-7400		
Email:	trademarks@varnumlaw.com		
Correspondent Name:	Matthew W. Bower		
Address Line 1:	39500 High Point Blvd., Suite 350		
Address Line 4:	Novi, MICHIGAN 48375		
ATTORNEY DOCKET NUMBER:	CRIBSPOT-334919		
NAME OF SUBMITTER:	Matthew W. Bower		
SIGNATURE:	/Matthew W. Bower/		
DATE SIGNED:	08/22/2014		
Total Attachments: 7			
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MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

FILING ENDORSEMENT

This is to Certify that the CERTIFICATE OF CONVERSION

for

CRIBSPOT, LLC

ID NUMBER: E1903X

received by facsimile transmission on July 17, 2014 is hereby endorsed.

Filed on July 17, 2014 by the Administrator.

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 17th day of July, 2014.

**Alan J. Schefke, Director
Corporations, Securities & Commercial Licensing Bureau**

Sent by Facsimile Transmission

CSCLICD-754 (Rev. 01/14)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU										
Date Received	(FOR BUREAU USE ONLY)									
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.									
<table border="1"> <tr> <td colspan="3">Name Matthew W. Bower</td> </tr> <tr> <td colspan="3">Address 39500 High Pointe Boulevard, Suite 350</td> </tr> <tr> <td>City Novi</td> <td>State MI</td> <td>ZIP Code 48375</td> </tr> </table>		Name Matthew W. Bower			Address 39500 High Pointe Boulevard, Suite 350			City Novi	State MI	ZIP Code 48375
Name Matthew W. Bower										
Address 39500 High Pointe Boulevard, Suite 350										
City Novi	State MI	ZIP Code 48375								
EFFECTIVE DATE:										

Document will be returned to the name and address you enter above.
 If left blank, document will be returned to the registered office.

CERTIFICATE OF CONVERSION

For use by a Limited Liability Company Converting into a Business Organization

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations) and Act 23, Public Acts of 1993 (limited liability companies), the undersigned corporation executes the following Certificate of Conversion.

1. Before Conversion

Entity Name: Cribspot, LLC		Entity ID: E1903X
Indicate (X) Entity Type	<input checked="" type="checkbox"/>	Domestic Limited Liability Company
	Street Address, if different than the one provided in Item 3:	
	<input type="checkbox"/>	Foreign Limited Liability Company

2. After Conversion

Entity Name: Cribspot, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/>	Domestic Profit Corporation
	<input checked="" type="checkbox"/>	Foreign Corporation
	<input type="checkbox"/>	Domestic Limited Liability Company
	<input type="checkbox"/>	Foreign Limited Liability Company
<p>If the converting limited liability company is a domestic limited liability company that has not commenced business, has not issued any membership interests; has no debts or other liabilities, and has not received or returned any payments for its membership interests, proceed to Item 4.</p> <p>If the converting limited liability company is a domestic limited liability company that has commenced business or a foreign limited liability company, proceed to Item 3.</p>		

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TRADEMARK
REEL: 005350 FRAME: 0265

3. Surviving Business Organization

Governing Statute: Section 265 of the Delaware General Corporation Law
Street Address: 1528 Woodward Avenue, 3rd Floor, Detroit, Michigan 48226
Principal Place of Business: 1528 Woodward Avenue, 3rd Floor, Detroit, Michigan 48226

4. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in the office.)

The conversion is effective on the <u>17th</u> day of <u>July</u> , 2017.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any member of the converting limited liability company.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

5. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Expiration Date

6. The converting limited liability company's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization:

Assumed Name

7. Signatures: Complete only Section (a) or (b) if the converting entity is a domestic limited liability company.
Proceed to Item 8 if the converting entity is a foreign limited liability company.

Complete if the domestic limited liability company has not commenced business:

a) The domestic limited liability company has not yet commenced business, has not issued any membership interests; has no debts or other liabilities, and has not received or returned any payments for its membership interests and the plan of conversion was adopted and approved by unanimous consent of the organizers, in accordance with Section 708(1)(d) of the Act.

Signed this _____ day of _____

(Signature of Organizer)

(Signature of Organizer)

(Type or Print Name)

(Type or Print Name)

(Signature of Organizer)

(Signature of Organizer)

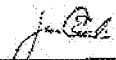
(Type or Print Name)

(Type or Print Name)

Complete if the domestic limited liability company has commenced business:

b) The plan of conversion was adopted and approved by the unanimous vote of the members, entitled to vote, unless the articles of organization or operating agreement provide otherwise, in accordance with Section 708(1)(c) of the Act.

Signed this 17 day of July, 2014

By 
(Signature of Member, Manager or Authorized Agent)

Jason Okrasinski
(Type or Print Name)

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW

- 1) The jurisdiction where the Limited Liability Company first formed is Michigan.
- 2) The jurisdiction immediately prior to filing this Certificate is Michigan.
- 3) The date the Limited Liability Company first formed is March 20, 2013.
- 4) The name of the Limited Liability Company immediately prior to filing this Certificate is CribSpot, LLC.
- 5) The name of the Corporation as set forth in the Certificate of Incorporation is CribSpot, Inc.

In witness whereof, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company has executed this Certificate on the 17th day of July, 2014.

By: Jason Okrasinski
Jason Okrasinski
Its: Manager

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:03 PM 07/17/2014
FILED 12:03 PM 07/17/2014
SRV 140965734 - 5570334 FILE

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State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 12:03 PM 07/17/2014
 FILED 12:03 PM 07/17/2014
 SRV 140965734 - 5570334 FILE

STATE of DELAWARE
 CERTIFICATE of INCORPORATION
 A STOCK CORPORATION

- First: The name of this Corporation is CribSpot, Inc. ("Corporation").
- Second: Its registered office in the State of Delaware is to be located at 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, 19904. The Registered Agent in charge thereof is National Registered Agents, Inc.
- Third: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law ("DGCL").
- Fourth: The amount of the total authorized capital stock of this corporation is 5,000,000 shares of \$0.0001 par value.
- Fifth: The name and mailing address of the incorporator is as follows:
- Name: Jason Okrasinski
- Mailing Address: 1528 Woodward Avenue, 3rd Floor
 Detroit, Michigan 48226
- Sixth: To the fullest extent permitted by the DGCL, as the same exists or as may hereafter be amended from time to time, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

The Corporation shall indemnify, to the fullest extent permitted by applicable law, any director or officer of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The Corporation shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

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The Corporation shall have the power to indemnify, to the extent permitted by the DGCL, as it presently exists or may hereafter be amended from time to time, any employee or agent of the Corporation who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

I, the undersigned, as the sole incorporator of the Corporation, have signed this Certificate of Incorporation on July 17, 2014



 Jason Okrasinski, Sole Incorporator

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