

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM322107

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CALIFONE INTERNATIONAL, INC.		08/25/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	CALIFONE INTERNATIONAL, LLC
Street Address:	1209 Orange Street
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2130349	CALIFONE
Registration Number:	1186512	CALIFONE
Registration Number:	3755877	GOT IT!
Registration Number:	4137682	CALIFONE
Registration Number:	4222827	AV2
Registration Number:	4091042	610
Registration Number:	4091043	DISCOVERY
Registration Number:	4287561	ODYSSEY
Registration Number:	4091044	EXPLORER
Registration Number:	4250966	HUSH BUDDY

CORRESPONDENCE DATA

Fax Number: 2127352000

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.

Phone: 2127353000

Email: justin.selle@skadden.com

Correspondent Name: Skadden, Arps, Slate, Meagher & Flom LLP

Address Line 1: Four Times Square

Address Line 2: Aliya Sanders, Esq.

Address Line 4: New York, NEW YORK 10036

TRADEMARK

ATTORNEY DOCKET NUMBER:	401180/356
NAME OF SUBMITTER:	Aliya Sanders
SIGNATURE:	/Aliya Sanders/
DATE SIGNED:	11/04/2014

Total Attachments: 4

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Delaware

PAGE 1

The First State

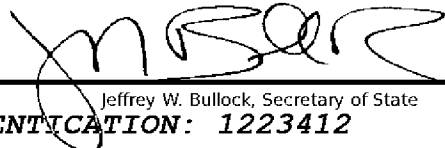
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CALIFONE INTERNATIONAL, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CALIFONE INTERNATIONAL, INC." TO "CALIFONE INTERNATIONAL, LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF MARCH, A.D. 2014, AT 1:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-FIFTH DAY OF APRIL, A.D. 2014.

2702570 8100V

140351938




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1223412

DATE: 03-20-14

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

TRADEMARK
REEL: 005393 FRAME: 0651

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the corporation first formed is 1/3/1997.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Califone International, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Califone International, LLC.
- 6.) The effective date shall be April 25, 2014.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
18th day of March, A.D. 2017.

By: 
Authorized Person

Name: Kevin Baehler
Print or Type

Delaware

PAGE 2

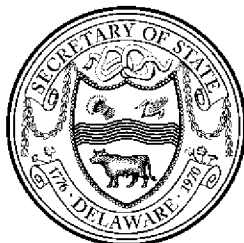
The First State

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 "CALIFONE INTERNATIONAL, LLC" FILED IN THIS OFFICE ON THE NINETEENTH DAY OF MARCH, A.D. 2014, AT 1:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-FIFTH DAY OF APRIL, A.D. 2014.

2702570 8100V

140351938



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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1223412

DATE: 03-20-14

TRADEMARK
REEL: 005393 FRAME: 0653

CERTIFICATE OF FORMATION
OF
CALIFONE INTERNATIONAL, LLC

1. The name of the limited liability company is Califone International, LLC.

2. The address of its registered office in the State of Delaware is:
Corporation Trust Center, 1209 Orange Street, in the City of Wilmington,
Delaware 19801. The name of its registered agent at such address is The
Corporation Trust Company.

3. The effective date shall be April 25, 2014.

IN WITNESS WHEREOF, the undersigned have executed this Certificate
of Formation of Califone International, LLC this 18th day of March, 2014.

By  _____

Kevin Baehler – Authorized Person