

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM329361

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kaba Benzing America, Inc.		11/12/2013	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Kaba Workforce Solutions, LLC		
Street Address:	3015 North Commerce Parkway		
City:	Mirarmar		
State/Country:	FLORIDA		
Postal Code:	33025		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3739568	AUTOTIME	
CORRESPONDENCE DATA			
Fax Number:	5147350428		
<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:	514-735-5410		
Email:	jacqueline.moorcroft@kaba.com		
Correspondent Name:	Sandra Heller		
Address Line 1:	7301 Decarie Blvd.		
Address Line 4:	Montreal, CANADA H4P 2G7		
NAME OF SUBMITTER:	Sandra Heller		
SIGNATURE:	/sandra heller/		
DATE SIGNED:	01/19/2015		
Total Attachments: 3			
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OP \$40.00 3739568

State of Florida



Department of State

I certify the attached is a true and correct copy of the Certificate of Conversion, filed on November 12, 2013, converting KABA BENZING AMERICA INC., a Florida corporation, into KABA WORKFORCE SOLUTIONS, LLC, a non-qualified Delaware limited liability company, as shown by the records of this office.

The document number of the converted entity is G80661.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Fourteenth day of November, 2013



CR2EO22 (1-11)

Ken Detzner

Ken Detzner
Secretary of State

CERTIFICATE OF CONVERSION

CONVERTING

KABA BENZING AMERICA INC.
(A Florida Profit Corporation)

TO

KABA WORKFORCE SOLUTIONS, LLC
(A Delaware Limited Liability Company)

This Certificate of Conversion is submitted to convert Kaba Benzing America Inc., a Florida for profit corporation (the "Domestic Corporation"), into a Delaware limited liability company (the "Delaware LLC"), in accordance with Section 607.1113 of the Florida Business Corporation Act ("FBCA"):

1. Conversion. The Domestic Corporation has been converted to a Delaware limited liability company (the "Conversion") in compliance with Chapter 607 of the FBCA and the Conversion complies with the applicable laws of Delaware governing the Delaware LLC, including Section 18-214 of the Delaware Limited Liability Company Act, 6 *Del. C.* §§ 18-101 *et seq.*

2. Approval of Conversion. The Plan of Conversion for converting the Domestic Corporation to the Delaware LLC was approved by the Domestic Corporation in accordance with Chapter 607 of the FBCA. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to Section 607.1112(6) of the FBCA.

3. Effective Date. The effective date of the Conversion under the laws of Delaware is November 12, 2013. The Conversion shall be effective in Florida on November 12, 2013.

4. Principal Address of Converted Limited Liability Company. The principal office address of the Delaware LLC is:

Kaba Workforce Solutions, LLC
3015 North Commerce Parkway
Miramar, Florida 33025

5. Florida Service of Process. In accordance with Section 607.1113 of the FBCA, the Delaware LLC, an out-of-state entity not registered to transact business in Florida, hereby appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the Domestic Corporation, including any appraisal rights of shareholders of the Domestic Corporation under Sections 607.1301-607.1333 of the FBCA. The Florida Department of State may use the following street and mailing address for the purposes of Section 607.1114(4) of the FBCA:

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Street Address:

Kaba Workforce Solutions, LLC
3015 North Commerce Parkway
Miramar, Florida 33025

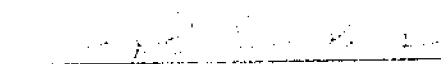
Mailing Address:

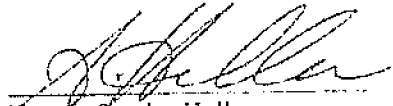
Kaba Workforce Solutions, LLC
3015 North Commerce Parkway
Miramar, Florida 33025

6. Appraisal Rights. In accordance with Section 607.1113 of the FBCA, the Delaware LLC has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Sections 607.1301-607.1333 of the FBCA.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion on the date set forth below.

KABA BENZING AMERICA INC.

By: 
Name: Richard Souders
Title: President

By: 
Name: Sandra Heller
Title: Secretary

Dated: November 12, 2013

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