

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM370123

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Litchfield Hills, LLC		05/17/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Phlur, Inc.		
Street Address:	2906 South 1st Street, #103		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78704		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86586926	PHLUR	
CORRESPONDENCE DATA			
Fax Number:	4048538806		
<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:	404-853-8127		
Email:	julie.murphy@sutherland.com		
Correspondent Name:	Sutherland Asbill & Brennan LLP		
Address Line 1:	999 Peachtree Street NE		
Address Line 4:	Atlanta, GEORGIA 30309-3996		
ATTORNEY DOCKET NUMBER:	34475-0002		
NAME OF SUBMITTER:	Julie Murphy		
SIGNATURE:	/Julie Murphy/		
DATE SIGNED:	01/22/2016		
Total Attachments: 6			
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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 LIMITED LIABILITY COMPANY UNDER THE NAME OF "LITCHFIELD HILLS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "LITCHFIELD HILLS, LLC" TO "PHLUR, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 2015, AT 1:10 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5653417 8100V

150699598




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2390474

DATE: 05-19-15

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

TRADEMARK
REEL: 005714 FRAME: 0266

Delaware

PAGE 2

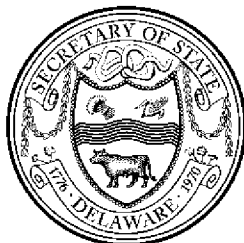
The First State

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 INCORPORATION OF "PHLUR, INC," FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 2015, AT 1:10 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5653417 8100V

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You may verify this certificate online
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2390474

DATE: 05-19-15

TRADEMARK
REEL: 005714 FRAME: 0267

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
OF
LITCHFIELD HILLS, LLC (a Delaware limited liability company)
TO
PHLUR, INC. (a Delaware corporation)

Pursuant to Section 265 of the General Corporation Law of the State of Delaware (the “*DGCL*”), the undersigned limited liability company (the “*Limited Liability Company*”) hereby certifies as follows that:

1. The jurisdiction where the Limited Liability Company was first formed is the State of Delaware.
2. The jurisdiction of the Limited Liability Company immediately prior to filing this Certificate is the State of Delaware.
3. The date the Limited Liability Company first formed is December 8, 2014.
4. The name of the Limited Liability Company immediately prior to filing this Certificate is “Litchfield Hills, LLC”.
5. As set forth in the certificate of incorporation filed in accordance with Section 265(b) of the DGCL, the name of the corporation into which the Limited Liability Company is converted is “Phlur, 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 17 day of May, 2015.

LITCHFIELD HILLS, LLC

By: 
Name: Eric Korman
Title: Member

CERTIFICATE OF INCORPORATION

OF

PHLUR, INC.

FIRST: The name of the corporation is:

Phlur, Inc. (the "*Corporation*")

SECOND: The address of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of the registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware.

FOURTH: The Corporation is authorized to issue one class of stock, to be designated "*Common Stock*," with a par value of \$0.0001 per share. The total number of shares of Common Stock that the Corporation shall have authority to issue is 10,000,000.

FIFTH: The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation or the Bylaws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

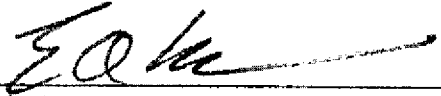
SIXTH: The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the Corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the Corporation.

SEVENTH: The name and mailing address of the incorporator is:

Eric Korman
3007 Windsor Road B
Austin, Texas 78703

EIGHTH: To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended, a director of the Corporation shall be indemnified by the Corporation in accordance with the Bylaws and shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article EIGHTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions occurring prior to, such repeal or modification.

THE UNDERSIGNED, being the incorporator named above, for the purpose of forming a corporation pursuant to the General Corporation Law of Delaware, does make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 17th day of May, 2015.


Eric Korman, Incorporator

Signature Page to Certificate of Incorporation