

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM372552

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>SEQUENCE:</b>	2		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Velodyne Acoustics, Inc.		12/31/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Velodyne Acoustics, LLC		
<b>Street Address:</b>	3500 South DuPont Highway		
<b>City:</b>	Dover		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19901		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4508293		
<b>Registration Number:</b>	3907481	ULTRA DEFINITION LIDAR	
<b>Registration Number:</b>	3524096	THE LIDAR THAT SEES IT ALL	
<b>Registration Number:</b>	3662148	HIGH DEFINITION LIDAR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6503070332		
<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>			
<b>Phone:</b>	6503070332		
<b>Email:</b>	isabelle@spanolawgroup.com		
<b>Correspondent Name:</b>	joseph s spano		
<b>Address Line 1:</b>	851 burlway road, suite 407		
<b>Address Line 4:</b>	burlingame, CALIFORNIA 94010		
<b>ATTORNEY DOCKET NUMBER:</b>	VEL-GEN		
<b>NAME OF SUBMITTER:</b>	Joseph S. Spano		
<b>SIGNATURE:</b>	/Joseph S. Spano/		
<b>DATE SIGNED:</b>	02/09/2016		
<b>Total Attachments: 3</b>			

OP \$115.00 4508293

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source=Cert-of-Conversion-VEL-Inc-to-Vel-LLC-embed#page2.tif

source=Cert-of-Conversion-VEL-Inc-to-Vel-LLC-embed#page3.tif

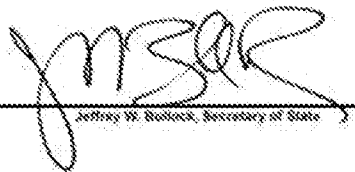
# Delaware

The First State

Page 1

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 "VELODYNE ACOUSTICS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VELODYNE ACOUSTICS, INC." TO "VELODYNE ACOUSTICS, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2015, AT 1:33 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

5913736 8100V  
SR# 20151608585

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

Authentication: 10713803  
Date: 12-31-15

**TRADEMARK**  
**REEL: 005727 FRAME: 0432**

**CERTIFICATE OF CONVERSION**  
**FROM A CORPORATION TO A**  
**LIMITED LIABILITY COMPANY**

Pursuant to Section 18-214 of the Delaware Limited Liability Company Act:

1. The name of the corporation immediately prior to filing this certificate is Velodyne Acoustics, Inc. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (hereinafter referred to as the "Company").
2. The Company's Certificate of Incorporation was originally filed with the Office of the Secretary of State of the State of Delaware on December 30, 2015.
3. The name of the Company as set forth in the Certificate of Incorporation is Velodyne Acoustics, Inc.
4. The name of the limited liability company as set forth in the Certificate of Formation is Velodyne Acoustics, LLC.
5. The conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.
6. The conversion is to become effective as of the date and time of the filing of this Certificate of Conversion.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned affirms as true the foregoing under penalties of perjury, and has executed this certificate this 31<sup>st</sup> day of December, 2015.

VELODYNE ACOUSTICS, INC.

By: /s/ David Hall  
Name: David Hall  
Title: Chief Executive Officer