

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM410066

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>RESUBMIT DOCUMENT ID:</b>	900385537		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
iPremise, Inc.		05/27/2016	Corporation: COLORADO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	iPremise, LLC		
<b>Street Address:</b>	9085 E. Mineral Circle, #190		
<b>City:</b>	Centennial		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80112		
<b>Entity Type:</b>	Limited Liability Company: COLORADO		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4037279	IPREMISE	
<b>Registration Number:</b>	4011318	HASSLE-FREE TECHNOLOGY. GUARANTEED.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3032230942		
<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>	(303) 223-1142		
<b>Email:</b>	eholmes@bhfs.com		
<b>Correspondent Name:</b>	Emily C. Holmes		
<b>Address Line 1:</b>	410 Seventeenth Street, Suite 2200		
<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>ATTORNEY DOCKET NUMBER:</b>	017896.0003		
<b>NAME OF SUBMITTER:</b>	Emily C. Holmes		
<b>SIGNATURE:</b>	/emilyholmes/		
<b>DATE SIGNED:</b>	12/23/2016		
<b>Total Attachments: 9</b>			
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IPREMISE, INC.

PLAN OF CONVERSION

This Plan of Conversion (this "Plan"), dated as of May 27, 2016, sets forth the terms on which iPremise, Inc., a Colorado corporation (the "Converting Entity"), shall be converted into iPremise, LLC, a Colorado limited liability company (the "Resulting Entity"), pursuant to the Colorado Corporations and Associations Act, as amended (the "Act").

1. **The Converting Entity.** The name of the Converting Entity is iPremise, Inc., a corporation formed under the laws of the State of Colorado.

2. **The Resulting Entity.** The name of the Resulting Entity shall be iPremise, LLC, a limited liability company organized under the laws of the State of Colorado.

3. **Terms of Conversion.** Upon the effectiveness of the conversion, by virtue of the conversion and without any further action on the part of any person, all shares of common stock of the Converting Entity held by the sole shareholder of the Converting Entity shall be converted into an equal number of Units of the Resulting Entity, constituting 100% of the outstanding membership interests in the Resulting Entity.

4. **Continuation of Business and Governing Documents.** From and after the Effective Date, the business of the Company will continue to be carried on by the Resulting Entity and all rights and property of the Converting Entity will be vested in the Resulting Entity and all debts, liabilities and obligations of the Converting Entity shall continue as debts, liabilities and obligations of the Resulting Entity. The conversion shall not be deemed a transfer of assets, a winding up of affairs or a dissolution of the Company.

5. **Operating Agreement.** Upon the effectiveness of the conversion, the sole member of the Resulting Entity shall execute the Operating Agreement of the Resulting Entity, in the form attached hereto as Exhibit A (the "Operating Agreement"). The Operating Agreement shall become effective immediately upon the effectiveness of the conversion. The manager and any officers of the Resulting Entity shall be those persons set forth in the Operating Agreement.

6. **Approval of Plan.** This Plan has been approved by the written consent of the sole director and the sole shareholder of the Converting Entity.

7. **Further Actions.** The Converting Entity and the Resulting Entity shall take all such further actions as may be required to complete the conversion, including the filing of a combined Statement of Conversion and Articles of Organization with the Secretary of State in the form required by the Act (the "Statement of Conversion").

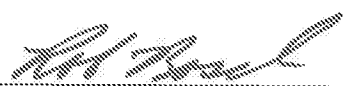
8. **Effective Date of Conversion.** The Conversion shall be effective on the date and at the time specified in the Statement of Conversion filed with the Colorado Secretary of State (the "Effective Date"); provided, however, that the Conversion shall be effective following, and be contingent upon, the effectiveness of the reorganization contemplated by that certain Contribution and Reorganization Agreement made effective as of May 31, 2016, by and

among iPremise Holdings, Inc., a Colorado corporation, Robert Bosch, and the Converting Entity.

IN WITNESS WHEREOF, the undersigned has adopted this Plan of Conversion to be effective as of the Effective Time.

iPremise, Inc.

By:

  
.....  
Robert Bosch, President



Colorado Secretary of State  
 Date and Time: 05/27/2016 11:22 AM  
 ID Number: 20031382700

Document must be filed electronically.  
 Paper documents are not accepted.  
 Fees & forms are subject to change.  
 For more information or to print copies  
 of filed documents, visit [www.sos.state.co.us](http://www.sos.state.co.us).

Document number: 20161373910  
 Amount Paid: \$100.00

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**Statement of Conversion**

filed pursuant to § 7-90-201.7 (3) of the Colorado Revised Statutes (C.R.S.)

1. For the converting entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

ID number	<u>20031382700</u> <i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	<u>IPREMISE, INC.</u>		
Form of entity	<u>Corporation</u>		
Jurisdiction	<u>Colorado</u>		
Street address	<u>9085 E. Mineral Circle</u> <i>(Street number and name)</i>		
	<u>#190</u>		
	<u>Centennial</u> <i>(City)</i>	<u>CO</u> <i>(State)</i>	<u>80112</u> <i>(ZIP/Postal Code)</i>
	<u>United States</u> <i>(Country)</i>		
Mailing address (leave blank if same as street address)	<u></u> <i>(Street number and name or Post Office Box information)</i>		
	<u></u> <i>(City)</i>	<u></u> <i>(State)</i>	<u></u> <i>(ZIP/Postal Code)</i>
	<u></u> <i>(Province -- if applicable)</i>		<u></u> <i>(Country)</i>

2. The entity name of the resulting entity is iPremise, LLC  
*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

3. The converting entity has been converted into the resulting entity pursuant to section 7-90-201.7, C.R.S.

4. *(If applicable, adopt the following statement by marking the box and include an attachment.)*

This document contains additional information as provided by law.

5. *(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)*

*(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)*

The delayed effective date and, if applicable, time of this document are 05/30/2016 12:01 AM  
*(mm/dd/yyyy hour:minute am/pm)*

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

6. The true name and mailing address of the individual causing this document to be delivered for filing are

Langer	Jonathan	Farr	
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
7400 E. Caley Ave.			
<i>(Street number and name or Post Office Box information)</i>			
Suite 300			
Centennial	CO	80111	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
	United States		
<i>(Province -- if applicable)</i>	<i>(Country)</i>		

*(If applicable, adopt the following statement by marking the box and include an attachment.)*

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

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Colorado Secretary of State  
 Date and Time: 05/27/2016 11:22 AM  
 ID Number: 20031382700

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 Amount Paid: \$100.00

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**Articles of Organization**

filed pursuant to § 7-80-203 and § 7-80-204 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name of the limited liability company is

iPremise, LLC

*(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "LLc.", "llc", or "ltd.". See §7-90-601, C.R.S.)*

*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

2. The principal office address of the limited liability company's initial principal office is

Street address

9085 E. Mineral Circle

*(Street number and name)*

#190

Centennial

*(City)*

CO

*(State)*

80112

*(ZIP/Postal Code)*

United States

*(Country)*

*(Province -- (if applicable))*

Mailing address

(leave blank if same as street address)

*(Street number and name or Post Office Box information)*

*(City)*

*(State)*

*(ZIP/Postal Code)*

*(Province -- (if applicable))*

*(Country)*

3. The registered agent name and registered agent address of the limited liability company's initial registered agent are

Name

(if an individual)

Bosch

*(Last)*

Robert

*(First)*

*(Middle)*

*(Suffix)*

or

(if an entity)

*(Caution: Do not provide both an individual and an entity name.)*

Street address

9085 E. Mineral Circle

*(Street number and name)*

#190

Centennial

*(City)*

CO

*(State)*

80112

*(ZIP Code)*

Mailing address

(leave blank if same as street address)

*(Street number and name or Post Office Box information)*

.....  
(City) CO (State) ..... (ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent has consented to being so appointed.

4. The true name and mailing address of the person forming the limited liability company are

Name  
(if an individual) Bosch Robert  
(Last) (First) (Middle) (Suffix)

or

(if an entity)  
(Caution: Do not provide both an individual and an entity name.)

Mailing address 9085 E. Mineral Circle  
(Street number and name or Post Office Box information)  
#190  
Centennial CO 80112  
(City) (State) (ZIP/Postal Code)  
United States  
(Province -- if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The limited liability company has one or more additional persons forming the limited liability company and the name and mailing address of each such person are stated in an attachment.

5. The management of the limited liability company is vested in  
(Mark the applicable box.)

one or more managers.

or

the members.

6. (The following statement is adopted by marking the box.)

There is at least one member of the limited liability company.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

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The delayed effective date and, if applicable, time of this document is/are 05/30/2016 12:01 AM  
(mm/dd/yyyy hour:minute am/pm)

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**UNITED STATES PATENT AND TRADEMARK OFFICE**

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

November 28, 2016

PTAS

EMILY C. HOLMES  
410 SEVENTEENTH STREET, SUITE 2200  
DENVER, CO 80202



900385537

United States Patent and Trademark Office  
Notice of Non-Recordation of an Assignment Document

The enclosed document has been examined and found non-recordable by the Assignment Recordation Branch of the U.S. Patent and Trademark Office. The reason(s) for non-recordation are stated below:

1. Please provide signature and date for the underlying documentation. Please clarify and amend.

Documents being resubmitted for recordation must reflect the corrected information to be recorded, the Document ID number referenced above and all pages from this submitted document. The original date of filing of this assignment document will be maintained if resubmitted with the appropriate correction(s) by **Wednesday, December 28, 2016**, as outlined under 37 CFR 3.51. The resubmitted document must include a stamp with the official date of receipt under 37 CFR 3. Applicants may use the certified procedures under 37 CFR 2.197 or 2.198 for resubmission of the returned papers if they desire to have the benefit of the date of deposit in the United States Postal Service.

To file the resubmission electronically, navigate to the ETAS website at <http://etas.uspto.gov>, click the Start Resubmission button and enter the following information:

**Document ID: 900385537**  
**Access Code: QVJDLYYJ4Y5WX6F**

To file the resubmission in paper, send documents to: U.S. Patent and Trademark Office, Mail Stop: Assignment Recordation Branch, P.O. BOX 1450, Alexandria, VA 22313. If you have any questions regarding this notice, you may contact the Assignment Recordation Branch at 571-272-3350.

MICHELE CARTER  
ASSIGNMENT RECORDATION BRANCH  
PUBLIC RECORDS DIVISION

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM406267

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
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<b>Email:</b>	eholmes@bhfs.com		
<b>Correspondent Name:</b>	Emily C. Holmes		
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<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>ATTORNEY DOCKET NUMBER:</b>	017896.0003		
<b>NAME OF SUBMITTER:</b>	Emily C. Holmes		
<b>SIGNATURE:</b>	/emilyholmes/		
<b>DATE SIGNED:</b>	11/21/2016		
<b>Total Attachments: 2</b>			
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source=Conversion of Entity to iPremise LLC#page2.tif			

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