

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM418735

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Axiometrics Inc.		06/09/2016	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	Axiometrics LLC		
Street Address:	14901 Quorum Drive, Suite 900		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75254		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	85626121	SMART DATA. SMART PEOPLE. SMART DECISION	
Serial Number:	86341867	AXIOMETRICS	
Serial Number:	86629313	OPTIMAL RENTER	
Serial Number:	86790136	AXIO	
Serial Number:	86789986	AXIOPORTAL	
Serial Number:	86798955	AXIOMOBILE	
Serial Number:	86867331	AXIO PROPERTY IMPACT REPORT	
CORRESPONDENCE DATA			
Fax Number:	2142000558		
<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:	214-651-5066		
Email:	jeff.becker@haynesboone.com		
Correspondent Name:	Jeffrey Becker c/o Haynes and Boone, LLP		
Address Line 1:	2323 Victory Avenue, Suite 700		
Address Line 4:	Dallas, TEXAS 75219		
ATTORNEY DOCKET NUMBER:	25151.73_08287		
NAME OF SUBMITTER:	Jeffrey M. Becker		
SIGNATURE:	/Jeffrey M. Becker/		

OP \$190.00 85626121

DATE SIGNED:	03/07/2017
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Total Attachments: 5

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Form 632
(Revised 05/11)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See instructions



**Certificate of Conversion
of a
Corporation Converting
to a
Limited Liability Company**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

JUN 09 2016

Corporations Section

Converting Entity Information

The name of the converting corporation is:

Axiometrics Inc.

The jurisdiction of formation of the corporation is: Texas

The date of formation of the corporation is: 06/15/1995

The file number, if any, issued to the corporation by the secretary of state, is: 136017000

Plan of Conversion—Alternative Statements

The corporation named above is converting to a limited liability company. The name of the limited liability company is:

Axiometrics LLC

The limited liability company will be formed under the laws of: Texas

The plan of conversion is attached.

If the plan of conversion is not attached, the following statements must be completed.

Instead of attaching the plan of conversion, the corporation certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is:

14901 Quorum Drive, Suite 900 Dallas TX USA 75254
Street or Mailing Address *City* *State* *Country* *Zip Code*

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

14901 Quorum Drive, Suite 900 Dallas TX USA 75254
Street or Mailing Address *City* *State* *Country* *Zip Code*

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

RECEIVED
JUN 09 2016
Secretary of State

TRADEMARK
REEL: 006003 FRAME: 0279

Certificate of Formation for the Converted Entity

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (Select either A, B, or C)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

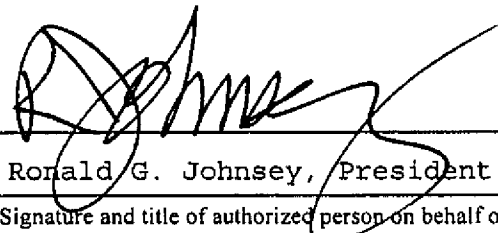
Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.

In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: June 9, 2016



Ronald G. Johnsey, President

Signature and title of authorized person on behalf of the converting entity

JUN 09 2016

CERTIFICATE OF FORMATION

OF

Corporations Section

AXIOMETRICS LLC

The undersigned, desiring to form a limited liability company under Section 10.155(a) of the Texas Business Organizations Code (the "TBOC"), does hereby certify as follows:

Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is Axiometrics LLC (the "Company").

Article 2 – Registered Agent and Registered Office

The initial registered agent is an individual resident of the State of Texas whose name is set forth below:

Ronald G. Johnsey

The business address of the registered agent and the registered office of the Company is 14901 Quorum Drive, Suite 900, Dallas, TX 75254.

Article 3 – Governing Authority

The Company will have managers. The name and address of each initial manager are:

<u>Name</u>	<u>Address</u>
Ronald G. Johnsey	14901 Quorum Drive Suite 900 Dallas, Texas 75254
Keith Walters	14901 Quorum Drive Suite 900 Dallas, Texas 75254

Article 4 - Purpose

The purpose for which the Company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the TBOC.

Article 5 – Written Consents

Any action required by the TBOC to be taken at any annual or special meeting of members, or any action that may be taken at any annual or special meeting of members, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted.

Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

Article 6 - Limitation of Liability

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act or omission by the manager in the manager's capacity as a manager, except that this Article does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission not in good faith that constitutes a breach of duty of the manager to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of a manager is expressly provided by an applicable statute.

Any repeal or amendment of this Article by the members of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a manager, officer, employee, or agent of the Company existing at the time of such repeal or amendment, nor shall it limit the Company's indemnity obligations set forth herein. In addition to the circumstances in which the manager, officer, employee, or agent of the Company is not liable as set forth in the preceding sentences, the manager, officer, employee, or agent shall not be liable to the fullest extent permitted by any provision of the statutes of Texas hereafter enacted that further limits the liability of a manager, officer, employee, or agent of a limited liability company or of a director of a corporation.

Article 7 - Indemnification

The managers, officers, employees, and agents of the Company shall be indemnified by the Company for such individual's actions or omissions as manager, officer, employee, agent, or other, in a manner and to the maximum extent permitted by applicable state or federal law as in effect from time to time.

Article 8 - No Preemptive Rights

No member shall have any statutory preemptive right to acquire any membership interests or securities of any class that may at any time be issued, sold, or offered for sale by the Company.

Supplemental Provisions/Information

The Company is being formed pursuant to a plan of conversion under which Axiometrics Inc. (the "Converting Entity"), is being converted to the Company.

The name, address, form of organization of the Converting Entity and its date of formation and jurisdiction of formation are as follows:

Name – Axiometrics Inc.
Address – 14901 Quorum Drive
Suite 900
Dallas, Texas 75254
Prior Form of Organization – Corporation
Date of Formation – June 15, 1995
Jurisdiction of Formation – Texas

Effectiveness of Filing

This document becomes effective when the document is filed by the Secretary of State.

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment.

Signed on the 9th day of June, 2016.

AXIOMETRICS INC.

By: _____

Ronald G. Johnsey, President