

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM419119

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion of Corporation to LLC		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Guardian Medical Monitoring, Inc.		02/27/2017	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	Guardian Medical Monitoring, LLC		
Street Address:	18000 WEST 8 MILE RD.		
City:	SOUTHFIELD		
State/Country:	MICHIGAN		
Postal Code:	48075		
Entity Type:	Limited Liability Company: MICHIGAN		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	87238479	GOOD HEALTH GUARDIAN MEDICAL MONITORING	
Serial Number:	76389235	VIRTUALLY THERE CARE	
CORRESPONDENCE DATA			
Fax Number:	2123548113		
<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:	212-819-8437		
Email:	iprecordations@whitecase.com		
Correspondent Name:	Andrew Fessak/White & Case LLP		
Address Line 1:	1221 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10020		
ATTORNEY DOCKET NUMBER:	1161174-0001		
NAME OF SUBMITTER:	Andrew Fessak		
SIGNATURE:	/Andrew Fessak/		
DATE SIGNED:	03/09/2017		
Total Attachments: 6			
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MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
FILING ENDORSEMENT

This is to Certify that the CERTIFICATE OF CONVERSION AND ARTICLES OF ORGANIZATION

for

GUARDIAN MEDICAL MONITORING, INC.

ID Number: 548594

TO

GUARDIAN MEDICAL MONITORING, LLC

ID Number: F0966E

received by facsimile transmission on February 27, 2017, is hereby endorsed filed on February 27, 2017, by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 27th day of February, 2017.

Julia Dale

*Julia Dale, Director
Corporations, Securities & Commercial Licensing Bureau*

Sent by Facsimile Transmission

CSDUCD-664 (Rev. 08/16)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU										
Date Received	(FOR BUREAU USE ONLY)									
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.									
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td colspan="3">Name JENNIFER HENDERSON</td> </tr> <tr> <td colspan="3">Address 20800 SOUTHFIELD ROAD</td> </tr> <tr> <td style="width: 33%;">City SOUTHFIELD</td> <td style="width: 33%;">State MI</td> <td style="width: 33%;">ZIP Code 48075</td> </tr> </table>		Name JENNIFER HENDERSON			Address 20800 SOUTHFIELD ROAD			City SOUTHFIELD	State MI	ZIP Code 48075
Name JENNIFER HENDERSON										
Address 20800 SOUTHFIELD ROAD										
City SOUTHFIELD	State MI	ZIP Code 48075								
EFFECTIVE DATE:										

Document will be returned to the name and address you enter above. If left blank, document will be returned to the registered office.

CERTIFICATE OF CONVERSION

For use by a Corporation Converting into a Business Organization

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies), and Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate of Conversion:

1. Before Conversion

Entity Name: GUARDIAN MEDICAL MONITORING, INC.		Entity ID: 548584
Indicate (X) Entity Type	<input checked="" type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Domestic Nonprofit Corporation
	Street Address, if different than the one provided in Item 3:	
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation

2. After Conversion

Entity Name: GUARDIAN MEDICAL MONITORING, LLC		F0966E
Indicate (X) Entity Type	<input type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Domestic Nonprofit Corporation
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation
	<input checked="" type="checkbox"/>	Domestic Limited Liability Company
	<input type="checkbox"/>	Foreign Limited Liability Company

If the converting corporation is a domestic corporation that has not commenced business, has not issued any shares or memberships, and has not elected a board of directors, proceed to Item 9.

If the converting corporation is a domestic corporation that has commenced business or a foreign corporation, proceed to Item 3.

3. Surviving Business Organization

Governing Statute:

450.1745

Street Address:

18000 WEST 8 MILE RD., SOUTHFIELD, MI 48075

Principal Place of Business:

MICHIGAN

4. Complete only if converting a profit corporation.

Designation and number of outstanding shares in each class and series 1,000 COMMON SHARES

Indicate class and series of shares entitled to vote THE COMMON SHARES ARE ENTITLED TO VOTE

Indicate class and series entitled to vote as a class, if any N/A

If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

N/A

5. Complete only if converting a nonprofit corporation and it is organized on a stock basis.

Designation and number of outstanding shares in each class

Indicate class of shares entitled to vote

Indicate class of shares entitled to vote as a class, if any

If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

6. Complete only if converting a nonprofit corporation and it is organized on a membership basis.

For a corporation organized on a membership basis, state (a) a description of its members and (b) the number, classification, and voting rights of its members.

7. Complete only if converting a nonprofit corporation and it is organized on directorship basis.

For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors.

8. The manner and basis of converting the shares or memberships of the converting corporation into ownership interests or obligations of the surviving business organization, into cash, into other consideration that may include ownership interests or obligations of an entity that is not a party to the conversion, or into a combination of cash and other consideration.

All issued and outstanding common shares of Guardian Medical Monitoring, Inc. will be exchanged for 100% of the limited liability company interests of Guardian Medical Monitoring, LLC

9. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document by the administrator.)

The conversion is effective on the _____ day of _____, _____.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any shareholder or member of the converting corporation.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

10. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Expiration Date
Our Guardian Angel	12-31-2019
Your Guardian Angel	12-31-2019
Guardian Senior Security	12-31-2019
Parent Care, Inc.	12-31-2017

11. The converting corporation's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization:

Assumed Name	Expiration Date

12 Signatures: Complete only Section (a) or (b) if the converting corporation is domestic. Complete only (c) if the converting corporation is foreign.

Complete if the domestic corporation has not commenced business:

a) The plan of conversion was approved by unanimous consent of the incorporators of the converting domestic corporation and the corporation has not yet commenced business, has not issued any shares or memberships, and has not elected a board of directors in accordance with Section 745(1)(d) of the Act.

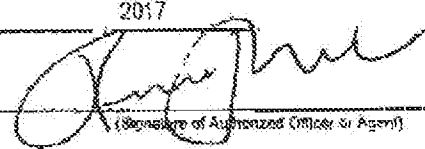
Signed this _____ day of _____

_____ (Signature of Incorporator)	_____ (Signature of Incorporator)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature of Incorporator)	_____ (Signature of Incorporator)
_____ (Type or Print Name)	_____ (Type or Print Name)

Complete if the domestic corporation has commenced business:

b) The plan of conversion was adopted by the Board of Directors and approved by the shareholders of the domestic corporation in accordance with Section 745(1)(c) of the Act.

Signed this 27 day of February 2017

By 

(Signature of Authorized Officer or Agent)

Richard Pierce

(Type or Print Name)

Complete only if the converting corporation is foreign:

c) The plan of conversion was adopted and submitted for approval in the manner required by the law governing the internal affairs of the converting foreign corporation.

Signed this _____ day of _____

By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

Intellectual Property Schedule

I. Trademarks

Mark	App. No. (App. Date)	Reg. No. (Reg. Date)	Jurisdiction	Owner of Record
GOOD HEALTH GUARDIAN MEDICAL MONITORING SINCE 1930 1- 877-HELP-CALL	87238479 (16-Nov-16)		USA	Guardian Medical Monitoring, Inc.
VIRTUALLY THERE CARE	76389235 (01-Apr-2002)	2971337 (19-Jul-2005)	USA	Guardian Medical Monitoring, Inc.

II. Patents

Patent Title	App. No. (App. Date)	Reg. No. (Reg. Date)	Jurisdiction	Owner of Record
Personal Emergency Response System	9267241 (12-Mar-1999)	6166639 (26-Dec-2000)	USA	Guardian Medical Monitoring, Inc.
Personal Emergency Response System	9824296 (02-Apr-2001)	6333694 (25-Dec-2001)	USA	Guardian Medical Monitoring, Inc.
Personal Emergency Response System	2002361225 (09-Mar-2000)	2361225 (07-Aug-2007)	Canada	Guardian Medical Monitoring, Inc.