

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM423917

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
FranConnect Inc		11/10/2014	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	FRANCONNECT, LLC		
<b>Street Address:</b>	11800 Sunrise Valley Drive		
<b>Internal Address:</b>	Suite 900		
<b>City:</b>	Reston		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	20191		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4410589	PERFORMANCEWISE	
<b>Registration Number:</b>	3731182	CAPTIVATE	
<b>Registration Number:</b>	3384683	ONE SYSTEM	
<b>Registration Number:</b>	4285728	ZCUBATOR	
<b>Registration Number:</b>	3993431	FRANCONNECT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	susan.zablocki@kirkland.com		
<b>Correspondent Name:</b>	Susan Zablocki		
<b>Address Line 1:</b>	Kirkland & Ellis LLP		
<b>Address Line 2:</b>	601 Lexington Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	23170-41		
<b>NAME OF SUBMITTER:</b>	Susan Zablocki		
<b>SIGNATURE:</b>	/susan zablocki/		
<b>DATE SIGNED:</b>	04/17/2017		

CH \$140.00 4410589

**Total Attachments: 11**

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# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "FRANCONNECT, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE NINETEENTH DAY OF FEBRUARY, A.D. 2003, AT 9 O`CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2008, AT 4:50 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE THIRTIETH DAY OF DECEMBER, A.D. 2008, AT 8 O`CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE NINETEENTH DAY OF DECEMBER, A.D. 2011, AT 11:30 O`CLOCK A.M.

CERTIFICATE OF CONVERSION, FILED THE TENTH DAY OF NOVEMBER, A.D. 2014, AT 6:11 O`CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE TENTH DAY OF NOVEMBER, A.D. 2014, AT 6:11 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

3626356 8100H  
SR# 20172502704

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

Authentication: 202376313  
Date: 04-13-17

TRADEMARK  
REEL: 006035 FRAME: 0393


# Delaware

The First State

Page 2

*AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID  
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE  
AFORESAID LIMITED LIABILITY COMPANY, "FRANCONNECT, LLC".*



  
Jeffrey M. Bullock, Secretary of State

3626356 8100H  
SR# 20172502704

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

Authentication: 202376313  
Date: 04-13-17

**TRADEMARK**  
**REEL: 006035 FRAME: 0394**

CERTIFICATE OF INCORPORATION

FIRST: The name of this corporation shall be: FRANCONNECT INC

SECOND: Its registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle and its registered agent at such address is THE COMPANY CORPORATION.

THIRD: The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which this corporation is authorized to issue is: One Thousand Five Hundred (1500) shares of common stock with a par value of (\$0.001) per share.

FIFTH: The name and address of the incorporator is as follows:

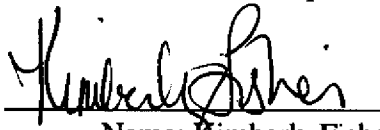
Kimberly Fisher  
2711 Centerville Road  
Suite 400  
Wilmington, Delaware 19808

SIXTH: The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

SEVENTH: No director shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law, (i) for breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 174 of the Delaware General Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article Seventh shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed signed and acknowledged this certificate of incorporation.

Date: February 19, 2003

  
Name: Kimberly Fisher  
Incorporator

**CERTIFICATE OF CHANGE OF LOCATION  
OF  
REGISTERED OFFICE AND REGISTERED AGENT  
OF  
FRANCONNECT INC**

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The Board of Directors of FRANCONNECT INC, a Corporation of Delaware, on this 24<sup>th</sup> day of November, A.D. 2008 do hereby resolve and order that the location of the Registered Office of this Corporation within this State be, and the same hereby is 16192 Coastal Highway, Lewes, DE 19958, County of Sussex.

The name of the Registered Agent therein and in charge thereof upon whom process against this Corporation may be served is Harvard Business Services, Inc.

FRANCONNECT INC, a Corporation of Delaware, does hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Directors at a meeting held as herein stated.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by its Authorized Officer, this 24<sup>th</sup> day of November, A.D., 2008.

By: / S / Amit Pamecha  
President

Name: Amit Pamecha  
Please Print

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

**FIRST:** That at a meeting of the Board of Directors of  
FranConnect Inc

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:

The total number of shares of stock which this corporation is authorized to issue is: Ten Thousand (10,000) shares of common stock with a par value of (\$0.001) per share.

**SECOND:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, said corporation has caused this certificate to be signed this 8th day of Dec, 2008.

By:   
Authorized Officer

Title: President

Name: Amit Pamecha

Print or Type

**THE CERTIFICATE OF INCORPORATION OF  
FRANCONNECT INC**

It is hereby certified that:

1. The name of the corporation is FRANCONNECT INC (the "Corporation").
2. The Corporation's Certificate of Incorporation filed on February 19, 2003 with the State of Delaware, is hereby amended by striking out Article FOURTH and by substituting in lieu thereof the following new Article FOURTH:

"FOURTH: The total number of shares of stock the Corporation shall have authority to issue is 10,000 shares, consisting of (i) 5,000 shares of Class A Common Stock at \$0.001 par value per share and (ii) 5,000 shares of Class B Nonvoting Common Stock at \$0.001 par value per share. All shares outstanding on the date designated as the Effective Date shall be converted to Class A Common Stock and share issuances in the future will include a designation of whether the shares issued are Class A Common Stock or Class B Nonvoting Common Stock."

3. The aforesaid amendment has been duly adopted and written consent has been given by the Board of Directors and stockholders of the Corporation in accordance with the provisions of Sections 141(f), 228, and 242 of the General Corporation Law of the State of Delaware.

Dated: Sept 30, 2011

[SIGNATURE PAGE FOLLOWS]

13215865.2

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:30 AM 12/19/2011  
FILED 11:30 AM 12/19/2011  
SRV 111322861 - 3626356 FILE*


**TRADEMARK  
REEL: 006035 FRAME: 0398**



FRANCONNECT INC

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the date set forth above.

FRANCONNECT INC

By:   
Name: Amit Pamecha  
Title: President

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

(Under Section 18-214 of the Delaware Limited Liability Company Act)

The undersigned, desiring to convert a Delaware corporation to a Delaware limited liability company under the Delaware Limited Liability Company Act (the "Act"), hereby certifies:

**FIRST:** The jurisdiction where the corporation first formed is Delaware.

**SECOND:** The jurisdiction immediately prior to filing this Certificate is Delaware.

**THIRD:** The date the corporation first formed is February 19, 2003.

**FOURTH:** The name of the corporation immediately prior to filing this Certificate is FranConnect Inc

**FIFTH:** The name of the limited liability company as set forth in the Certificate of Formation is FranConnect, LLC.

IN WITNESS WHEREOF, the undersigned, an authorized person within the meaning of Sections 18-201 and 18-204 of the Act, has signed this Certificate on the 10th day of November 2014.



Amit Pamecha, Authorized Person

**CERTIFICATE OF FORMATION  
OF  
FRANCONNECT, LLC**

(Under Section 18-201 of the Delaware Limited Liability Company Act)

The undersigned, desiring to form a limited liability company under the Delaware Limited Liability Company Act (the "Act"), hereby certifies:

**FIRST:** The name of the limited liability company is FranConnect, LLC (the "Company").

**SECOND:** The address of the registered office of the Company in Delaware is 3500 South DuPont Highway, Dover, DE 19901.

**THIRD:** The name of the registered agent of the Company in Delaware for service of process is Incorporating Services, Ltd.

IN WITNESS WHEREOF, the undersigned, an authorized person within the meaning of Sections 18-201 and 18-204 of the Act, has signed this Certificate on the 10th day of November 2014.



Amit Pamecha, Authorized Person

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Amit Pamecha, Authorized Person