

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM444991

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
UPSHOT, INC.		11/18/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	UPSHOT LLC		
Street Address:	350 N. ORLEANS		
Internal Address:	5TH FLOOR		
City:	CHICAGO		
State/Country:	ILLINOIS		
Postal Code:	60654		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2270378	UPSHOT	
Registration Number:	4915538	THE SEAMLESS MARKETING AGENCY	
CORRESPONDENCE DATA			
Fax Number:			
<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:	6022625311		
Email:	MBESLER@LRRRC.COM		
Correspondent Name:	JENNIFER A. VAN KIRK		
Address Line 1:	201 EAST WASHINGTON STREET		
Address Line 4:	PHOENIX, ARIZONA 85004		
NAME OF SUBMITTER:	JENNIFER A. VAN KIRK		
SIGNATURE:	/JENNIFER A. VAN KIRK/		
DATE SIGNED:	09/28/2017		
Total Attachments: 3			
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Delaware

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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 "UPSHOT, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "UPSHOT, INC." TO "UPSHOT LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2016, AT 4:08 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3716212 8100V
SR# 20166707711

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203366986
Date: 11-18-16

TRADEMARK
REEL: 006163 FRAME: 0116

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT**

Upshot, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

1. The name of the Corporation immediately prior to filing this Certificate is Upshot, Inc.
2. The jurisdiction where the Corporation was first formed is Delaware.
3. The jurisdiction immediately prior to filing this Certificate is Delaware.
4. The date the Corporation first formed is December 14, 2004.
5. The name of the Limited Liability Company into which Upshot, Inc. is hereby converted, as set forth in its certificate of formation, is Upshot LLC.
6. The foregoing Certificate of Conversion has been duly adopted in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware by the board and stockholders of Upshot, Inc.

[Signature on following page]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on November 18, 2016.

By:  _____

Name: Brian Stevens
Title: Chief Financial Officer and Chief
Operating Officer

[Signature page to Certificate of Conversion]