

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM451633

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANKRATE, INC.		11/08/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BATON HOLDING, LLC		
Street Address:	1675 BROADWAY		
Internal Address:	22nd FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10019		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3301501	BUILDOFFERS.COM	
Registration Number:	5271316	THE CARD SHARK	
Registration Number:	5270472	THE CASHLORETTE	
Registration Number:	4124514		
Registration Number:	4212678	BANKRATE INSURANCE VERIFIED	
CORRESPONDENCE DATA			
Fax Number:	2124552502		
<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) 455-2256		
Email:	ksolomon@stblaw.com		
Correspondent Name:	CECILLIA X. XIE, ESQ.		
Address Line 1:	SIMPSON THACHER & BARTLETT LLP		
Address Line 2:	425 LEXINGTON AVENUE		
Address Line 4:	NEW YORK, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	003017/0001		
NAME OF SUBMITTER:	Cecillia X. Xie		
SIGNATURE:	/cx/		
DATE SIGNED:	11/20/2017		

CH \$140.00 3301501

Total Attachments: 5

source=Bankrate-Baton#page1.tif

source=Bankrate-Baton#page2.tif

source=Bankrate-Baton#page3.tif

source=Bankrate-Baton#page4.tif

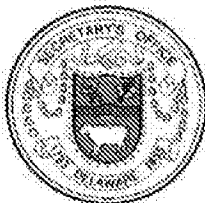
source=Bankrate-Baton#page5.tif

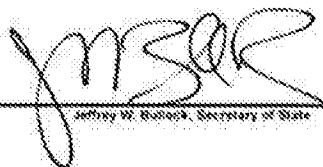
Delaware

The First State

Page 1

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 "BANKRATE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BANKRATE, INC." TO "BATON HOLDING, LLC", FILED IN THIS OFFICE ON THE EIGHTH DAY OF NOVEMBER, A.D. 2017, AT 1:14 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

4968550 8100V
SR# 20176993982

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

Authentication: 203538883
Date: 11-08-17

TRADEMARK
REEL: 006210 FRAME: 0224

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

This Certificate of Conversion to a Limited Liability Company (this "Certificate of LLC Conversion") has been duly executed and is being filed by Bankrate, Inc., a Delaware corporation (the "Corporation"), and Mark Brodsky, as an authorized officer of the Corporation to convert the Corporation into a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act (the "LLC Act"), and Section 266 of the Delaware General Corporation Law (the "DGCL").

1. The Corporation was first incorporated on April 13, 2011 in the State of Delaware.
2. The name of the Corporation immediately prior to the filing of this Certificate of LLC Conversion was "Bankrate, Inc."
3. The name of the limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation, is "Baton Holding, LLC".
4. The conversion of the Corporation to a limited liability company is effective upon the filing of this Certificate of LLC Conversion and the Certificate of Formation of Baton Holding, LLC.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of LLC Conversion, this 8th day of November, 2017.

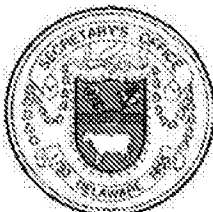
By: Mark Brodsky
Name: Mark Brodsky
Title: Authorized Officer

Delaware

The First State

Page 1

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 FORMATION OF "BATON HOLDING, LLC" FILED IN THIS OFFICE ON THE EIGHTH DAY OF NOVEMBER, A.D. 2017, AT 1:14 O`CLOCK P.M.



4968550 8100V
SR# 20176993982

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 203538883

Date: 11-08-17

TRADEMARK
REEL: 006210 FRAME: 0226

**CERTIFICATE OF FORMATION
OF
BATON HOLDING, LLC**

This Certificate of Formation of Baton Holding, LLC, dated as of the 8th day of November, 2017, has been duly executed and is being filed by Mark Brodsky, as an authorized officer, to form a limited liability company under the Delaware Limited Liability Company Act.

Name. The name of the limited liability company formed hereby is Baton Holding, LLC (the "LLC").

Registered Office. The address of the registered office of the LLC in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, New Castle County, 19808.

Registered Agent. The name and address of the registered agent for service of process on the LLC in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, New Castle County, 19808.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first above written.

By: Mark Brodsky
Name: Mark Brodsky
Title: Authorized Officer

SCHEDULE I

1. Trademarks and Trademark Applications

<u>Owner</u>	<u>Reg. Number</u>	<u>Word Mark</u>
BANKRATE, INC.	3301501	BUILD OFFERS.COM
BANKRATE, INC.	5271316	The Card Shark
BANKRATE, INC.	5270472	The Cashlorette
BANKRATE, INC.	4124514	[the ticker symbol in our corporate logo]
BANKRATE, INC.	4212678	BANKRATE INSURANCE VERIFIED