

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM488136

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
M2 Hosted Systems LLC		07/31/2015	Limited Liability Company: TENNESSEE
RECEIVING PARTY DATA			
Name:	P360 Management Solutions LLC		
Street Address:	633 17th Street		
Internal Address:	Suite 2600		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80202		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4727588		
Registration Number:	4746964	PHOENIX D.A.S.	
CORRESPONDENCE DATA			
Fax Number:	3128622000		
<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:	3128622200		
Email:	rob.soneson@kirkland.com		
Correspondent Name:	Rob Soneson		
Address Line 1:	300 N. LaSalle		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	24555-2-RFS		
NAME OF SUBMITTER:	Rob Soneson		
SIGNATURE:	/rsoneson/		
DATE SIGNED:	08/30/2018		
Total Attachments: 6			
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Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

P360 Management Solutions LLC
Filing Number: 802263717

Certificate of Conversion

July 30, 2015

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 26, 2018.



A handwritten signature in black ink, appearing to read "Rolando B. Pablos".

Rolando B. Pablos
Secretary of State

JUL 30 2015

Corporations Section

**CERTIFICATE OF CONVERSION
OF A
FOREIGN LIMITED LIABILITY COMPANY
CONVERTING
TO A
TEXAS LIMITED LIABILITY COMPANY**

**ARTICLE I
CONVERTING ENTITY INFORMATION**

The name of the converting limited liability company is M2 Hosted Systems LLC.

The organizational form of the converting limited liability company is a limited liability company.

The jurisdiction of formation of the converting limited liability company is Tennessee.

**ARTICLE II
PLAN OF CONVERSION**

The name of the converted limited liability company is P360 Management Solutions LLC.

The organizational form of the converted entity is a limited liability company.

The jurisdiction of formation of the converted limited liability company is Texas.

**ARTICLE III
PLAN OF CONVERSION**

In lieu of providing the plan of conversion, the converting limited liability company certifies that:

1. A signed plan of conversion is on file at the principal place of business of the converting limited liability company. The address of the principal place of business of the limited liability company is 35 Industrial Road, Savannah, Tennessee 38372.

2. A signed plan of conversion will be on file after the conversion at the principal place of business of the converted limited liability company. The address of the principal place of business of the limited liability company is 945 Bunker Hill, Suite 250, Houston, Texas 77024.

3. 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.

**ARTICLE IV
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.

**ARTICLE V
TAX CLEARANCE**

The converted entity is liable for payment of the required franchise taxes.

**ARTICLE VI
EFFECTIVENESS OF FILING**

This document becomes effective at 12:01 a.m. on Friday, July 31, 2015.

IN WITNESS WHEREOF, the undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Texas Business Organizations Code or other law applicable to and governing the converting entity, to execute the filing instrument.

By: M2 Hosted Holdings, LLC, its managing member

By: Michael D. Maddox
Michael D. Maddox, Manager

JUL 30 2015

**CERTIFICATE OF FORMATION
OF
P360 MANAGEMENT SOLUTIONS LLC**

Corporations Section

The undersigned, a natural person of the age of eighteen (18) years or more, acting as organizer of a limited liability company pursuant to Section 3.004 of the Texas Business Organizations Code (the "*TBOC*"), hereby adopts this Certificate of Formation and affirms the facts stated herein.

**ARTICLE I
NAME**

The name of the entity is P360 Management Solutions LLC (the "*Company*").

**ARTICLE II
TYPE OF FILING ENTITY**

The entity being formed is a limited liability company.

**ARTICLE III
PURPOSE**

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

**ARTICLE IV
INITIAL REGISTERED OFFICE; INITIAL REGISTERED AGENT**

The address of the Company's initial registered office is 945 Bunker Hill, Suite 250, Houston, Texas 77024. The name of the Company's initial registered agent at such address is Iann Poole.

**ARTICLE V
ORGANIZER**

The name and address of the organizer of the Company is:

Name	Address
Michael D. Maddox	35 Industrial Road Savannah, Tennessee 38372

**ARTICLE VI
GOVERNING AUTHORITY**

The Company is to be managed by a manager or managers. The number of managers of the Company shall be fixed by, or in the manner provided in, the Company Agreement of the Company. The initial number of managers of the Company is five (5), and the name and address

of the person who is to serve as manager until the first meeting of the members or until his successor is elected and qualified is:

<u>Name</u>	<u>Address</u>
Mike Scott	945 Bunker Hill Suite 250 Houston, Texas 77024
Michael D. Maddox	35 Industrial Road Savannah, Tennessee 38372
John O'Brien	945 Bunker Hill Suite 250 Houston, Texas 77024
Brandon Chandler	35 Industrial Road Savannah, Tennessee 38372
Iann Poole	945 Bunker Hill Suite 250 Houston, Texas 77024

ARTICLE VII PLAN OF CONVERSION

The Company is being formed under a plan of conversion.

The name of the converting is: M2 Hosted Systems LLC

The address of the converting entity is: 35 Industrial Blvd, Savannah, Tennessee 38372

The date of formation of the converting entity is: 8/13/2013

The organizational form of the converting entity is a: Limited Liability Company

The jurisdiction of formation of the converting limited liability company is: Tennessee

ARTICLE VIII EXEMPTION OF MANAGERS FROM LIABILITY

No manager shall be liable to the Company for monetary damages for an act or omission in such person's capacity as a manager, except for liability for (a) a breach of such manager's duty of loyalty to the Company, (b) an act or omission not in good faith that constitutes a breach of duty of such manager to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law, (c) a transaction from which such manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of such manager's position, or (d) an act or omission for which the liability of a manager is expressly provided for by an applicable statute. If the TBOC or other applicable law is amended

to authorize action further eliminating or limiting the liability of a manager, then the liability of a manager shall be eliminated or limited to the fullest extent permitted by the TBOC or other applicable law, as so amended. Any repeal or modification of this paragraph by the managers shall not adversely affect the right or protection of a manager existing at the time of such repeal or modification.

**ARTICLE IX
EFFECTIVENESS OF FILING**

This document becomes effective at 12:01 a.m. on Friday, July 31, 2015.

IN WITNESS WHEREOF, the undersigned being the organizer for the purpose of forming a limited liability company under the laws of the State of Texas has executed this Certificate of Formation.

Michael D. Maddox
Michael D. Maddox, Organizer