

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM499657

<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>
ReThinkbooks, Inc.		12/29/2016	Corporation: INDIANA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ReThinkbooks, LLC		
<b>Street Address:</b>	7501 Lone Star Drive, Suite B200		
<b>City:</b>	Plano		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75024		
<b>Entity Type:</b>	Limited Liability Company: INDIANA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87784127	BOOKSHOUT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6508384350		
<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>Phone:</b>	650-838-4300		
<b>Email:</b>	pctrademarks@perkinscoie.com, banderson@perkinscoie.com, dsuh@perkinscoie.com, kthompson@perkinscoie.com		
<b>Correspondent Name:</b>	Britt L. Anderson		
<b>Address Line 1:</b>	3150 Porter Drive		
<b>Address Line 4:</b>	Palo Alto, CALIFORNIA 94304		
<b>ATTORNEY DOCKET NUMBER:</b>	127808-4000		
<b>NAME OF SUBMITTER:</b>	Kimberley J. Thompson, Paralegal		
<b>SIGNATURE:</b>	/Kimberley J. Thompson/		
<b>DATE SIGNED:</b>	11/27/2018		
<b>Total Attachments: 5</b>			
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State of Indiana  
Office of the Secretary of State

Certificate of Conversion  
of

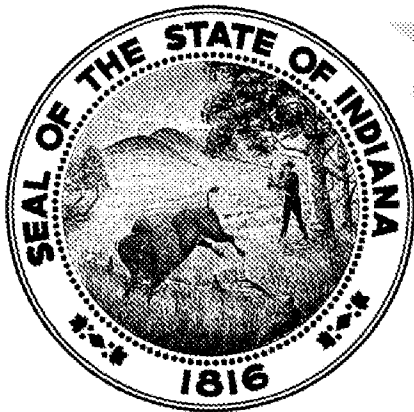
**RETHINKBOOKS, INC.**

I, CONNIE LAWSON, Secretary of State, hereby certify that Articles of Conversion of the above Non Qualified Foreign Entity have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to Indiana law.

The name following said transaction will be:

**RETHINKBOOKS, LLC**

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, December 30, 2016.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, January 03, 2017

*Connie Lawson*

CONNIE LAWSON  
SECRETARY OF STATE

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To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

**ARTICLES OF CONVERSION  
OF  
RETHINKBOOKS, INC.,  
a Delaware corporation  
INTO  
RETHINKBOOKS, LLC,  
an Indiana limited liability company**

The undersigned, being a duly authorized officer of RETHINKBOOKS, INC., a Delaware corporation (the "Non-Surviving Corporation"), desiring to effect the conversion of the Non-Surviving Corporation into RETHINKBOOKS, LLC, an Indiana limited liability company (the "Surviving LLC"), hereby sets forth the following facts:

**ARTICLE I  
SURVIVING LLC**

The Non-Surviving Corporation shall be converted to an Indiana limited liability company, the name of which shall be RETHINKBOOKS, LLC.

**ARTICLE II  
NON-SURVIVING CORPORATION**

The name of the Non-Surviving Corporation immediately before the filing these Articles of Entity Conversion is RETHINKBOOKS, INC.

The Non-Surviving Corporation was originally incorporated with the Delaware Secretary of State on January 19, 2010.

**ARTICLE III  
PLAN OF ENTITY CONVERSION**

The Plan of Entity Conversion of the Non-Surviving Corporation into the Surviving LLC (the "Plan") is set forth as Exhibit A to these Articles of Conversion.

The Articles of Organization of the Surviving LLC is set forth as Exhibit 1 to the Plan.

**ARTICLE IV  
MANNER OF ADOPTION & VOTE**

The manner of the authorization and adoption of the Plan and the vote by which it was authorized and adopted, constitute full legal compliance with the provisions of the Delaware General Corporation Law, the Articles of Incorporation of the Non-Surviving Corporation and the By-Laws of the Non-Surviving Corporation.


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INDIANA SECRETARY OF STATE  
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IN WITNESS WHEREOF, the undersigned, being an officer of the Non-Surviving Corporation, executes these Articles of Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true, effective as of the 30<sup>th</sup> day of December, 2016, on the date signed below.

RETHINKBOOKS, INC.

Date signed: 12/29/16

By:   
\_\_\_\_\_  
Timothy J. Klage  
Its Secretary and Treasurer

## PLAN OF ENTITY CONVERSION

RETHINKBOOKS, INC., a Delaware corporation, hereby adopts the following Plan of Entity Conversion:

Section 1. Type of Surviving Entity. RETHINKBOOKS, INC., a Delaware corporation (the “Non-Surviving Corporation”), shall convert to an Indiana limited liability company effective as December 30, 2016. The surviving Indiana limited liability company shall be known as RETHINKBOOKS, LLC (the “Surviving LLC”).

Section 2. Terms and Conditions of Conversion. All real and personal property, and any other rights of any kind, of the Non-Surviving Corporation shall become the real and personal property of the Surviving LLC. All debts and other liabilities of the Non-Surviving Corporation shall become the debts and other liabilities of the Surviving LLC.

Section 3. Conversion of Interests. All the issued and outstanding shares of the capital stock of the Non-Surviving Corporation on the date of conversion shall be converted into the same number of issued and outstanding capital units of the Surviving LLC, which capital units shall be owned and held by the sole-shareholder of the Non-Surviving Corporation.

Section 4. Articles of Organization. The full text of the Articles of Organization of the Surviving LLC are attached hereto as Exhibit 1.

RETHINKBOOKS, INC.

By:   
\_\_\_\_\_  
Timothy J. Klage  
Its Secretary & Treasurer

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**ARTICLES OF ORGANIZATION  
OF  
RETHINKBOOKS, LLC**

The undersigned, desiring to form a limited liability company (the "Company") pursuant to the provisions of the Indiana Business Flexibility Act, as amended (the "Act"), executes the following Articles of Organization.

**ARTICLE ONE  
Identification**

Section 1.01. Name. The name of the Company is RETHINKBOOKS, LLC.

**ARTICLE TWO  
Registered Office and Registered Agent**

Section 2.01. Registered Office and Agent. The name of the registered agent and the street address of the registered office in Indiana of the Company are as follows:

ATI International, LLC  
2845 East Dupont Road  
Fort Wayne, Indiana 46825

By its execution hereof below, the undersigned hereby consents to its appointment as registered agent of the Company.

**ARTICLE THREE  
Period of Existence**

Section 3.01. Period. The period of duration of the Company is perpetual or until dissolved in accordance with the Act.

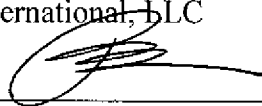
**ARTICLE FOUR  
Management**

Section 4.01. Management. The Company is to be managed by one (1) or more managers.

EXECUTED effective the 30th day of December, 2016.

"ORGANIZER"

ATI International, LLC

By:   
Timothy J. Klage, Chief Financial Officer

RECORDED & INDEXED  
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INDIANA SECRETARY OF STATE