

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM503167

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Agent Poster, LLC		02/02/2017	Limited Liability Company: ARIZONA
RECEIVING PARTY DATA			
Name:	Boldleads.com, Inc.		
Street Address:	565 West Chandler Road		
Internal Address:	Suite 112		
City:	Chandler		
State/Country:	ARIZONA		
Postal Code:	85225		
Entity Type:	Corporation: ARIZONA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5057969	BOLD LEADS	
CORRESPONDENCE DATA			
Fax Number:	2123108007		
<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:	212.310.8000		
Email:	juan.arias@weil.com		
Correspondent Name:	Jackson Alldredge		
Address Line 1:	Weil, Gotshal & Manges LLP		
Address Line 2:	767 Fifth Avenue		
Address Line 4:	New York, NEW YORK 10153		
ATTORNEY DOCKET NUMBER:	J.Alledrige - 26250.0006		
NAME OF SUBMITTER:	Jackson Alldredge		
SIGNATURE:	/Jackson Alldredge/		
DATE SIGNED:	12/21/2018		
Total Attachments: 8			
source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page1.tif			
source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page2.tif			

CH \$40.00 5057969

source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page3.tif

source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page4.tif

source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page5.tif

source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page6.tif

source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page7.tif

source=A-1 Agent Post to Boldleadscom Conversion docs (3)#page8.tif

COMMISSIONERS
TOM FORESE - Chairman
BOB BURNS
DOUG LITTLE
ANDY TOBIN
BOYD DUNN



ARIZONA CORPORATION COMMISSION

TED VOGY
Executive Director
PATRICIA L. BARFIELD
Director
Corporations Division

February 16, 2017

PAUL J VALENTINE ESQ
& JENNING STROUSS & SALMON PLC
1 E WASHINGTON ST
PHOENIX, AZ 85004

RE: AGENT POSTER, LLC
File Number: L18700523

We are pleased to notify you that your STATEMENT OF CONVERSION
for the above-referenced entity HAS BEEN APPROVED.

No publication is required.

We strongly recommend that you periodically monitor your corporation's record
with the Commission, which can be viewed at <http://ecorp.azcc.gov>.
If you have questions or need further information, please contact us at
(602) 542-3026 in Phoenix, or Toll Free (Arizona residents only) at
1-800-345-5819.

Take our online customer service survey at www.azcc.gov/divisions/Corporations.

SAL:001
REV. 12/2014

ARIZONA CORP. COMMISSION
FILED

FEB 02 2017

FILE NO. L18700523

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

STATEMENT OF CONVERSION
Read the Instructions MO85!

1. CONVERTING ENTITY NAME: Agent Poster, LLC

1.1 CONVERTING ENTITY JURISDICTION OF ORGANIZATION: Arizona

1.2 CONVERTING ENTITY TYPE - (e.g., corporation, LLC): LLC

1.3 CONVERTING ENTITY ORIGINAL DATE OF INCORPORATION/ORGANIZATION: 08/28/2013

2. CONVERTED ENTITY NAME (see Instructions):
Boldleads.com, Inc.

2.1 CONVERTED ENTITY JURISDICTION OF ORGANIZATION: Arizona

2.2 CONVERTED ENTITY TYPE - Check only one and follow instructions:

- Arizona corporation - attach to this Statement the Articles of Incorporation.
- Arizona LLC - attach to this Statement the Articles of Organization.
- Arizona limited liability partnership - attach to this Statement the Statement of Qualification.
NOTE - partnerships must also file with the Arizona Secretary of State.
- Foreign corporation seeking registration with the A.C.C. - attach to this Statement the Application for Authority.
- Foreign LLC seeking registration with the A.C.C. - attach to this Statement the Application for Registration.
- Foreign corporation, LLC, or other entity that is not, and will not, be registered with the A.C.C.


3. FOREIGN CONVERTED ENTITY, NOT QUALIFIED IN ARIZONA - MAILING ADDRESS (foreign entities that are not and will not be qualified to transact business or conduct affairs in Arizona must provide a mailing address to which service of process may be mailed):

Attention (optional)		
Address 1		
Address 2 (optional)		
City	State or Province	Zip
Country		

- 4. **APPROVAL OF CONVERSION** - (applies to the converting entity):
By the signatures appearing on this Statement of Conversion, the converting entity declares under the penalty of perjury that the plan of conversion was approved by the Arizona converting entity in accordance with A.R.S. § 29-2203, or, if the converting entity is a foreign entity, in accordance with the laws of its jurisdiction of organization.

- 5. **DELAYED EFFECTIVE DATE** - Complete this section only if the conversion will have a *delayed* effective date of not more than 90 days after delivery of the Statement to the A.C.C. - list that date below:

SIGNATURES: The converting entity must sign.
The signer of this Statement declares and certifies *under penalty of perjury* that this Statement together with any attachments is submitted in compliance with Arizona law.

Entity Name Agent Postar, LLC	2-1-17 Date
Signature 	
Print Name and Title of person signing Christina Loschlavo, Member of Tuscany Dreams, LLC Member of Converting Entity	

Filing Fee: \$300.00 (corporations) \$50 (LLCs)	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007
Expedited processing - add \$35.00 to filing fee.	Fax: 602-542-4100
All fees are non-refundable - see instructions.	

Please be advised that A.C.C. fees reflect only the minimums provided by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are public records and are open for public inspection.
If you have questions after reading the instructions, please call 602-542-2523 or (within Arizona only) 480-696-0811.

PLAN OF CONVERSION

of

AGENT POSTER, LLC,
an Arizona Limited Liability Company

to

BOLDLEADS.COM, INC.,
an Arizona corporation

This Plan of Conversion (this "Plan"), dated as of February 1, 2017, is hereby adopted by AGENT POSTER, LLC (the "Converting Entity"), in order to set forth the terms, conditions, and procedures governing the conversion of the Converting Entity from an Arizona limited liability company to an Arizona corporation pursuant to Section 29-2401 of the Arizona Revised Statutes ("A.R.S.").

RECITALS

A. The Converting Entity is a limited liability company organized and existing under the laws of the State of Arizona and the Converting Entity and all of its Members (the "Members") have each determined that it is in the best interests of the Converting Entity to convert to an Arizona corporation.

B. The Members have approved, adopted and authorized the form, terms, and provisions of this Plan and, subject to the approval of the Conversion (defined below) and the Articles of Incorporation (defined below), the filing of the Statement of Conversion from an Arizona limited liability company to an Arizona Corporation in the form attached hereto as Exhibit "A" (the "Conversion Document") with the Arizona Corporation Commission to effectuate the Conversion (as defined below) upon the Effective Time (also defined below).

AGREEMENT

NOW, THEREFORE, the Converting Entity hereby sets forth the details for such conversion in this Plan:

1. Conversion.

a. Upon the Effective Time, the Converting Entity shall be converted to BOLDLEADS.COM, INC., an Arizona corporation (the "Converted Entity"), pursuant to, and in accordance with, Section 29-2401 of A.R.S., and the Converting Entity, as converted to the Converted Entity, shall thereafter continue its existence in the organization form of the Converted Entity and be subject to all of the provisions of the A.R.S.

b. Upon the Effective Time, the corresponding interest of each Member of the Converting Entity by virtue of this Plan and without any action on the part of such Member, shall be cancelled and in consideration thereof, each such Member shall receive a like number of common stock in the Converted Entity in accordance with Exhibit "B" attached hereto.

c. Upon the Effective Time, the Articles of Incorporation of the Converted Entity attached hereto as Exhibit "C" (the "Articles") shall govern the Converted Entity, unless and until

amended in accordance with the terms of the Articles and as provided by applicable law. By the adoption of the Plan, the Members will be deemed to have approved and entered into the Articles of Incorporation as the shareholders and officers of the Converted Entity.

2. Effect of Conversion. Upon the Effective Time, by virtue of the Conversion and without any further action on the part of the Converting Entity or its Members, and for all purposes of the laws of the State of Arizona, all of the following shall apply:

a. The Converted Entity shall be deemed to have commenced its existence on the date the Converting Entity commenced its existence in the jurisdiction in which the Converting Entity was first created, formed, incorporated or otherwise came into being, as provided in Section 29-2405 of A.R.S.;

b. The Conversion of the Converting Entity into the Converted Entity shall not be deemed to affect any obligations or liabilities of the Converting Entity incurred prior to its Conversion to the Converted Entity, or the personal liability of any person incurred prior to such Conversion;

c. All of the rights, privileges and powers of the Converting Entity, and all property, real, personal and mixed, and all debts due to the Converting Entity, as well as all other things and causes of action belonging the Converting Entity, shall remain vested in the Converted Entity to which the Converting Entity has converted and shall be the property of the Converted Entity, and the title to any real property vested by deed or otherwise in the Converting Entity shall not revert or be in any way impaired by reason of Section 29-2405 of A.R.S.; but all rights of creditors and all liens upon any property of the Converting Entity shall be preserved unimpaired, and all debts, liabilities and duties of the Converting Entity that has converted shall remain attached to the Converted Entity to which the Converting Entity has converted, and may be enforced against the Converted Entity to the same extent as if said debts, liabilities and duties had originally been incurred or contracted by the Converting Entity in its capacity as an Arizona limited liability company; and

d. The Converting Entity shall not be required to wind up its affairs or pay its liabilities and distribute its assets, and the Conversion shall not be deemed to constitute a dissolution of the Converting Entity. When the Converting Entity has been converted to the Converted Entity pursuant to Section 29-2401 of the Arizona Revised Statutes, for all purposes of the laws of the Statutes of Arizona, the Converted Entity shall be deemed to be the same entity as the Converting Entity and the Conversion shall constitute a continuation of the existence of the Converting Entity in the form of an Arizona corporation.

3. Effective Time. The Conversion shall be effective upon the acceptance of the filing of the Statement of Conversion by the Arizona Corporation Commission (the "Effective Time"); provided, however, that the Members of the Converting Entity may, in their sole discretion, approve a different Effective Time and may revise the Conversion Document accordingly, and the Converting Entity, its Members and the Converted Entity shall be deemed to have adopted and approved such different Effective Time and the revised Conversion Document.

4. Amendment or Termination.

a. This Plan may be terminated or abandoned by the Members, subject to the contractual rights of third parties, at any time before the Conversion is effective.

b. This Plan may be amended before the Effective Time if the amendment is approved by the Members.

5. Taxation. For federal and state income tax purposes, to the extent applicable, the Converted Entity shall be treated the same as the Converting Entity, including, without limitation, the continuation of the Subchapter S Corporation status pursuant to the election of the Converting Entity under Section 1262 of the Internal Revenue Code of 1986, as amended (the "IRC").

6. Further Assurances. If, at any time after the Effective Time, the Converted Entity shall determine or be advised that any deeds, bills of sale, assignments, agreements, documents or assurances or any other acts or things are necessary, desirable or proper, consistent with the terms of the Plan, (a) to vest, perfect or confirm, of record or otherwise, in the Converted Entity its right, title or interest in, to or under any of the rights, privileges, immunities, powers, purposes, franchises, properties or assets of the Converting Entity existing immediately prior to the Effective Time, or (b) to otherwise carry out the purposes of the Plan, the Converted Entity and its Shareholders are hereby authorized to solicit in the name of the Converted Entity any third-party consents or other documents required to be delivered by any third-party, to execute and deliver, in the name and on behalf of the Converted Entity all such deeds, bills of sale, assignments, agreements, documents and assurances and do, in the name and on behalf of the Converted Entity, all such other acts and things necessary, desirable or proper to vest, perfect or confirm its right, title or interest in, to or under any of the rights, privileges, immunities, powers, purposes, franchises, properties or assets of the Converting Entity existing immediately prior to the Effective Time and otherwise to carry out the purposes of the Plan.

7. Copy of Plan. A copy of this Plan shall be kept on file at the offices of the Converted Entity, and any Stockholder of the Converted Entity (or any Member of the Converting Entity) may request a copy of this Plan at no charge at any time.

8. Third Party Beneficiaries. The Plan shall not confer any rights or remedies upon any person not a party to this Plan, other than as expressly provided herein.


9. Severability. Whenever possible, each provision of the Plan will be interpreted in such manner as to be effective and valid under applicable law, but if any provision of the Plan is held to be prohibited by or invalid under applicable law, such provision will be ineffective only to the extent of such prohibition or invalidity, without invalidating the remainder of the Plan.

(Signature appears on the following page.)

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

CONVERTING ENTITY:

AGENT POSTER, LLC, an
Arizona limited liability company


Daniel Loschiavo, Member

Tuscany Dreams, LLC, Member


By: 
Christine Loschiavo, its Member

EXHIBIT "A"

**Statement of Conversion from an Arizona limited liability company
to an Arizona corporation**

(See attached.)