

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM513751

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Atlas RFID Solutions, Inc.		11/18/2011	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Atlas RFID Holdings, Inc.		
<b>Street Address:</b>	1728 3rd Avenue North		
<b>Internal Address:</b>	Suite 400		
<b>City:</b>	Birmingham		
<b>State/Country:</b>	ALABAMA		
<b>Postal Code:</b>	35203		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3553036	ATLAS RFID SOLUTIONS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2052541999		
<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>	2052541036		
<b>Email:</b>	tebbert@maynardcooper.com		
<b>Correspondent Name:</b>	C. BRANDON BROWNING		
<b>Address Line 1:</b>	1901 Sixth Avenue North		
<b>Address Line 2:</b>	Suite 2400		
<b>Address Line 4:</b>	BIRMINGHAM, ALABAMA 35203		
<b>ATTORNEY DOCKET NUMBER:</b>	23106.0004		
<b>NAME OF SUBMITTER:</b>	C. BRANDON BROWNING		
<b>SIGNATURE:</b>	/C. Brandon Browning/		
<b>DATE SIGNED:</b>	03/11/2019		
<b>Total Attachments: 4</b>			
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**ACTION BY UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF DIRECTORS OF ATLAS RFID HOLDINGS, INC.**

The undersigned, being all of the directors serving on the Board of Directors (the "Board") of Atlas RFID Holdings, Inc., a Delaware corporation (the "Corporation"), acting by unanimous written consent in lieu of holding a meeting, do hereby adopt the following resolutions effective as of November 18, 2011:

WHEREAS, the Board has determined that it is in the best interest of the Corporation and its stockholders (each, a "Stockholder") for the Corporation to elect to be treated as an "S-Corporation" under Section 1362 of the Internal Revenue Code of 1986, as amended (the "Code");

WHEREAS, as certain Stockholders are not qualified to be stockholders in an "S corporation" under Section 1362 of the Code (the "Non-Qualified Stockholders"), the Board has determined that it is in the best interest of the Corporation: (i) to form a Delaware limited liability company named "Atlas RFID Solutions, LLC" (the "New LLC") with the Corporation being the sole initial member of the New LLC; (ii) to amend the name of the Corporation from "Atlas RFID Solutions, Inc." to "Atlas RFID Holdings, Inc." to avoid confusion with the New LLC; (iii) to contribute substantially all of the assets of the Corporation to the New LLC in exchange for all of the membership units of the New LLC (the "Membership Units"); and (iv) to redeem the shares of common stock of the Corporation, par value \$0.01 ("Common Stock"), held by Non-Qualified Stockholders in exchange for common membership units in the New LLC ("Common Units");

WHEREAS, the Board has determined that it is in the best interest of the Corporation and its Stockholders to negotiate and procure on behalf of the New LLC convertible term loans in an aggregate principal amount of \$300,000 from Jemison Investment Co., Inc., Richgood Corporation and Stonchenge Capital Fund Alabama, LLC (the "Lenders"); and

NOW THEREFORE, BE IT RESOLVED, by the Board, that the formation of the New LLC and the contribution of substantially all of the assets of the Corporation to the New LLC in exchange for the Membership Units (the "Contribution") be, and hereby is, approved in all respects, and that Robert L. Fuqua Jr., in his capacity as President of the Corporation and a member of the Board (the "Authorized Officer") be, and he hereby is, authorized to (i) execute and cause the Corporation to file with the appropriate governmental authorities any certificate of formation or other document necessary to form the New LLC and (ii) execute and deliver the Contribution Agreement in substantially the form reviewed by the Board in order to effect the Contribution, with such changes thereto as the Authorized Officer, with the advice of counsel, deems necessary or appropriate, the execution and delivery thereof to conclusively evidence the exercise of such discretion;

RESOLVED FURTHER, that changing the name of the Corporation from "Atlas RFID Solutions, Inc." to "Atlas RFID Holdings, Inc." be, and hereby is, approved in all respects, and that the Authorized Officer be, and he hereby is, authorized to execute and cause the Corporation to file with the appropriate governmental authorities, any agreements, instruments or other documents necessary in order to effect such change of the Corporation's name;

RESOLVED FURTHER, that the Redemption and Exchange Agreement (the "Redemption Agreement") is hereby authorized and approved in substantially the form reviewed by the Board;

RESOLVED FURTHER, that the Authorized Officer is hereby authorized, for and on behalf of the Corporation, to: (a) execute and deliver a Redemption Agreement with each Non-Qualified Stockholder to purchase and redeem its Common Stock in exchange for Common Units of the New LLC held by the Corporation, such Redemption Agreement to be in substantially the form reviewed by the Board, with such changes thereto as the Authorized Officer, with the advice of counsel, deems necessary or appropriate to accurately reflect the terms of the contemplated redemption and exchange of Common Stock for Common Units, the execution and delivery thereof to conclusively evidence the exercise of such discretion; (b) to execute and deliver any and all other agreements, certificates or documents required or contemplated by the Redemption Agreement or deemed necessary or appropriate in connection therewith; and (c) to take all actions deemed necessary or appropriate to cause the Corporation's obligations under the Redemption Agreement any related agreements, certificates or documents to be performed;

RESOLVED FURTHER, that the undersigned hereby authorizes and approves the Corporation's election to be treated as an "S-Corporation" under Section 1362; and recommends that the Stockholders of the Corporation (i) approve such election and (ii) direct the officers of the Corporation to complete and file IRS Form 2553, Election by a Small Business Corporation, to effect such election and to do such other things as may be necessary and appropriate, with such election to be effective as of January 1, 2012;

RESOLVED FURTHER, that the Authorized Officer is hereby authorized, for and on behalf of the Corporation in connection with the transactions contemplated by the foregoing resolutions (the "Proposed Transactions"), to prepare and submit to the Stockholders an information statement summarizing the Proposed Transactions (the "Information Statement") that the Authorized Officer deems necessary or appropriate to request the approval of the Proposed Transactions by the Stockholders, provided that such Information Statement shall be in accordance with the terms of the Proposed Transactions described above and shall include such other terms and conditions as the Authorized Officer, with the advice of counsel, shall approve, the preparation and submission thereof conclusively evidencing the exercise of such discretion;

RESOLVED FURTHER, that certain amendments to the Corporation's Shareholder Agreement dated October 1, 2006, as amended from time to time (the "Shareholder Agreement"), and Bylaws dated July 21, 2009 be, and they hereby are, approved in all respects, and that the Authorized Officer be, and he hereby is, authorized to execute and deliver the Amended and Restated Bylaws of the Corporation and a new stockholders agreement that amends and restates the Shareholder Agreement, each in the substantially the form reviewed by the Board, with such changes thereto as the Authorized Officer, with the advice of counsel, deems necessary or appropriate, the execution and delivery thereof to conclusively evidence the exercise of such discretion;

RESOLVED FURTHER, that the Note Purchase Agreement by and among the Corporation and the Lenders (the "Note Purchase Agreement"), a copy of which has been reviewed by the undersigned directors, and the transactions contemplated thereby be, and they hereby are, authorized and approved, and that the Authorized Officer be, and hereby

is, authorized (i) to execute and deliver the Note Purchase Agreement on behalf of the Corporation, in substantially the form reviewed by the undersigned directors, with such changes thereto as the Authorized Officer, with the advice of counsel, deems necessary or appropriate, the execution and delivery thereof to conclusively evidence the exercise of such discretion; (ii) to execute and deliver any and all other agreements, certificates or documents required or contemplated by the Note Purchase Agreement or deemed necessary or appropriate in connection therewith; and (iii) to take all actions deemed necessary or appropriate to cause the Corporation to perform its obligations thereunder;

RESOLVED FURTHER, that the Convertible Promissory Note and Security Agreement (the "Note") is hereby authorized and approved in substantially the form reviewed by the Board;

RESOLVED FURTHER, that the Authorized Officer is hereby authorized, for and on behalf of the Corporation, to: (i) execute and deliver a Note in favor of each Lender so that the aggregate principal amounts of the Notes is equal to \$300,000, such Notes to be in substantially the form reviewed by the Board, with such changes thereto as the Authorized Officer, with the advice of counsel, deems necessary or appropriate, the execution and delivery thereof to conclusively evidence the exercise of such discretion; (ii) to execute and deliver any and all other agreements, certificates or documents required or contemplated by the Notes or deemed necessary or appropriate in connection therewith; and (iii) to take all actions deemed necessary or appropriate to cause the Corporation to perform its obligations thereunder;

RESOLVED FURTHER, that the New LLC's Amended and Restated Limited Liability Company Agreement (the "LLC Agreement"), a copy of which has been reviewed by the undersigned directors be, and it hereby is, authorized and approved, and that the Authorized Officer be, and hereby is, authorized (i) to execute and deliver the LLC Agreement on behalf of the Corporation, in substantially the form reviewed by the undersigned directors, with such changes thereto as the Authorized Officer, with the advice of counsel, deems necessary or appropriate, the execution and delivery thereof to conclusively evidence the exercise of such discretion; (ii) to execute and deliver any and all other agreements, certificates or documents required or contemplated by the LLC Agreement or deemed necessary or appropriate in connection therewith; and (iii) to take all actions deemed necessary or appropriate to cause the Corporation to perform its obligations thereunder;

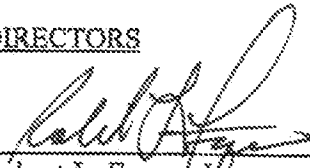
RESOLVED FURTHER, that the Authorized Officer is hereby authorized to do any and all other or further things, and to execute any and all other or further documents, all in the name and on behalf of the Corporation, as he, acting in his sole discretion, may deem necessary, desirable or appropriate to effectuate the purposes of the foregoing resolutions;

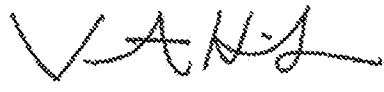
RESOLVED FURTHER, that each of the actions of the directors and officers of the Corporation relating to or in connection with the foregoing transactions, agreements, and resolutions, be, and they hereby are, approved, ratified and confirmed in all respects; and

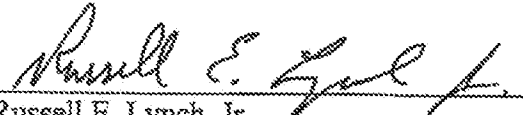
RESOLVED FURTHER, that any and all notices required under the Delaware General Corporation Law or the Certificate of Incorporation or Bylaws of the Corporation for the meeting of the Board which would have been held but for this Action by Unanimous Written Consent, be, and they hereby are, waived.


IN WITNESS WHEREOF, the undersigned members of the Board have executed this Action by Unanimous Written Consent as of the date first above written, and direct that it be filed with the minutes of the proceedings of the Board.

DIRECTORS

  
\_\_\_\_\_  
Robert L. Fuqua, Jr.

  
\_\_\_\_\_  
Vincent M. Hsieh

  
\_\_\_\_\_  
Russell E. Lynch, Jr.

  
\_\_\_\_\_  
Dr. Scott LeCroy