

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM523332

<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>
CivicPlus, Inc.		01/09/2019	Corporation: KANSAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CivicPlus, LLC		
<b>Street Address:</b>	302 S 4th Street		
<b>Internal Address:</b>	STE 500		
<b>City:</b>	Manhattan		
<b>State/Country:</b>	KANSAS		
<b>Postal Code:</b>	66502		
<b>Entity Type:</b>	Limited Liability Company: KANSAS		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86971624	CIVICPROCURE	
<b>Serial Number:</b>	86971688	CIVICWORKS	
<b>Serial Number:</b>	86971577	CIVICCLERK	
<b>Serial Number:</b>	77041350	CIVICPLUS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	785-323-1555		
<b>Email:</b>	jdasenbrock@civicplus.com		
<b>Correspondent Name:</b>	Jennifer Dasenbrock		
<b>Address Line 1:</b>	302 S 4th Street		
<b>Address Line 2:</b>	STE 500		
<b>Address Line 4:</b>	Manhattan, KANSAS 66502		
<b>NAME OF SUBMITTER:</b>	Jennifer Dasenbrock		
<b>SIGNATURE:</b>	/Jennifer Dasenbrock/		
<b>DATE SIGNED:</b>	05/13/2019		
<b>Total Attachments: 2</b>			

OP \$115.00 86971624

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**ARTICLES OF ORGANIZATION**

**OF**

**CIVICPLUS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Kansas Revised Limited Liability Company Act (the "Act"), hereby makes, acknowledges and files the following Articles of Organization:

**FIRST.** The name of the limited liability company (the "Company") is:

**CIVICPLUS, LLC**

**SECOND.** The Company will commence its existence on the date these Articles of Organization are filed with the Kansas Secretary of State. The period of the duration of the Company will be perpetual or until dissolved pursuant to the Company's Operating Agreement.

**THIRD.** The nature of the business or purposes to be conducted or promoted by the Company is to engage in any lawful act or activity for which limited liability companies may be organized under the Act.

**FOURTH.** The address of the Company's registered office in the State of Kansas is 302 S. Fourth Street, Suite 500, Manhattan, KS 66502. The name of its resident agent at such address is S. Ward Morgan.

The undersigned hereby declares under penalty of perjury under the laws of the State of Kansas that the foregoing is true and correct.

Dated: January 4, 2019

/s/ Edward E. Frizell  
Edward E. Frizell  
900 W. 48<sup>th</sup> Place, Suite 900  
Kansas City, MO 64112

**LLC Mailing Information**  
(For official mail from Secretary of State's Office)

<u>302 S. Fourth Street, Suite 500</u>	<u>Manhattan</u>	<u>KS</u>	<u>66502</u>	<u>USA</u>
Street Address	City	State	Zip	Country



I hereby certify this to be a true and correct copy of the original on file.  
Certified on this date: February 13, 2019  
SCOTT SCHWAB  
Secretary of State *Scott Schwab*

66714857.1

Received Time Jan. 9. 2019 9:19AM No. 2769

**CVD**  
53-44


**KANSAS SECRETARY OF STATE**  
**Certificate of Conversion to**  
**a Kansas Entity**

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**Kansas Office of the Secretary of State:**

Memorial Hall, 1st Floor (785) 296-4564  
120 S.W. 10th Avenue kssos@sos.ks.gov  
Topeka, KS 66612-1594 www.sos.ks.gov

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	FILE#: 2625689

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This form must be complete and accompanied by the correct filing fee or the document will not be accepted for filing.

**Converting Entity**

1. **Business entity ID number**  
Not Federal Employer ID Number (FEIN), 2625689

2. **Entity name** CIVICPLUS, INC.

3. **Type of entity**

<input checked="" type="checkbox"/> For-Profit Corporation	<input type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Not-for-Profit Corporation	<input type="checkbox"/> Limited Liability Partnership
<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership

4. **State or Country of organization** Kansas

**New Entity**

5. **Entity name** CivicPlus, LLC

6. **Type of entity**

<input type="checkbox"/> For-Profit Corporation	<input checked="" type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Not-for-Profit Corporation	<input type="checkbox"/> Limited Liability Partnership
<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership

7. **Effective date**  
If future date is chosen, must be within 90 days of filing.

Upon filing       Future effective date: \_\_\_\_\_

Month      Day      Year

|      8      2019

The formation document and fee for the converted entity are attached. This conversion is approved in accordance with K.S.A. 17-78-401 through 17-78-406 or by the laws of the appropriate foreign jurisdiction.

I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct, and that I have remitted the required fee.

Signature of Authorized Person of the converting entity: *Brian Rempe*

Name of Signor (printed or typed): **Brian Rempe**

Title: **President/CEO**

Month: 1      Day: 8      Year: 2019