

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM535986

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Christian Copyright Licensing International, Inc.		08/05/2019	Corporation: OREGON
RECEIVING PARTY DATA			
Name:	Christian Copyright Licensing International, LLC		
Street Address:	17205 SE Mill Plain Blvd.		
Internal Address:	Suite 150		
City:	Vancouver		
State/Country:	WASHINGTON		
Postal Code:	98683		
Entity Type:	Limited Liability Company: OREGON		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	5542250	CCLI TOP SONGS	
Registration Number:	5394888	CCLI TOP 100	
Registration Number:	5144277	C	
Registration Number:	3806873	CHRISTIAN COPYRIGHT LICENSING INTERNATIO	
Registration Number:	3806681	CCLI	
Registration Number:	3812489	CHURCH COPYRIGHT LICENSE	
Registration Number:	2519235	SONGSELECT	
Registration Number:	2197307	CHRISTIAN COPYRIGHT LICENSING INTERNATIO	
Registration Number:	2212284		
Serial Number:	88481869	CHORDPRO	
CORRESPONDENCE DATA			
Fax Number:	2127514864		
<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:	212-906-1216		
Email:	angela.amaru@lw.com		
Correspondent Name:	Latham & Watkins LLP c/o Angela M. Amaru		
Address Line 1:	885 Third Avenue		

CH \$265.00 5542250

Address Line 4:	New York, NEW YORK 10022
ATTORNEY DOCKET NUMBER:	049190-0020
NAME OF SUBMITTER:	Angela M. Amaru
SIGNATURE:	/s/ Angela M. Amaru
DATE SIGNED:	08/09/2019
Total Attachments: 6 source=CCLI - Articles of Conversion (Christian Copyright Licensing International Inc. to LLC)#page1.tif source=CCLI - Articles of Conversion (Christian Copyright Licensing International Inc. to LLC)#page2.tif source=CCLI - Articles of Conversion (Christian Copyright Licensing International Inc. to LLC)#page3.tif source=CCLI - Articles of Conversion (Christian Copyright Licensing International Inc. to LLC)#page4.tif source=CCLI - Articles of Conversion (Christian Copyright Licensing International Inc. to LLC)#page5.tif source=CCLI - Articles of Conversion (Christian Copyright Licensing International Inc. to LLC)#page6.tif	

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

Certified Copy 311E973W9

I, BEV CLARNO, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached

Copy of the

Conversion

for

CHRISTIAN COPYRIGHT LICENSING INTERNATIONAL, LLC

is a true copy of the original document(s).

*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.*



A handwritten signature in cursive script that reads "Bev Clarno".

BEV CLARNO, SECRETARY OF STATE

8/5/2019



FILED

AUG 05 2019

OREGON SECRETARY OF STATE For office use only

REGISTRY NUMBER: 100074-82

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

- 1. Name of Business Entity Prior to Conversion: Christian Copyright Licensing International, Inc.
- 2. Type of Business Entity Prior to Conversion: Corporation
- 3. Name of Business Entity After Conversion: Christian Copyright Licensing International, LLC
- 4. Type of Business Entity After Conversion: Limited Liability Company

5. Will the converted entity have continued existence in Oregon? Yes No

6. If no, where will the jurisdiction be?

7. Select one of the following:

- A copy of the plan of conversion is attached.
- Address where the plan of conversion is on file.

Address _____
City _____ State _____ Zip Code _____

A copy will be provided upon request to any owner, member or shareholder at no cost. Each party (as specified by the statute) to the conversion obtained authorization and approval in accordance with the statutes that govern the business entity.

8. Provide additional information required for new entity type. (Required)

See attached Articles of Organization for Christian Copyright Licensing International, LLC, which include the Principal Place of Business and the Individual with Direct Knowledge.

9. Oregon Corporation and Limited Liability Company Requirement:

Oregon Corporations and Limited Liability Companies comply with House Bill 2191 by attaching an information change form or document that includes the Principal Place of Business and Individual with Direct Knowledge.

10. Execution: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

Signature:

Printed Name: John H. Josephson

Title: Vice President

CONTACT NAME: (To resolve questions with this filing)

Christos Badavas

PHONE NUMBER: (Include area code)

212-586-3450

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CHRISTIAN COPYRIGHT LICENSING I



10007482-20269311

CNV

PLAN OF CONVERSION
of
CHRISTIAN COPYRIGHT LICENSING INTERNATIONAL, INC.,
an Oregon corporation,
into
CHRISTIAN COPYRIGHT LICENSING INTERNATIONAL, LLC,
an Oregon limited liability company

THIS PLAN OF CONVERSION (this "Plan of Conversion") is made and entered into as of August 5, 2019, by Christian Copyright Licensing International, Inc., an Oregon corporation (the "Company").

WITNESSETH:

WHEREAS, the Company is a corporation duly organized and validly existing under the laws of the State of Oregon;

WHEREAS, effective as of the filing of the Articles of Conversion and the Articles of Organization (each as defined in Section 1 below), the Company desires to convert (the "Conversion") to a limited liability company duly organized and validly existing under the laws of the State of Oregon under the name Christian Copyright Licensing International, LLC (the "New Company"), as permitted by ORS 60.472 of the Oregon Business Corporation Act (the "OBCA") and ORS 63.470 of the Oregon Limited Liability Company Act (the "OLLCA");

WHEREAS, the Plan of Conversion is intended to be treated as "a plan of liquidation" of the Company for U.S. federal income tax purposes and after the Conversion the New Company is intended to be treated as "disregarded entity" for U.S. federal income tax purposes; and

WHEREAS, this Plan of Conversion has been approved by the sole shareholder and board of directors of the Company in accordance with the OBCA;

NOW, THEREFORE, the Company hereby adopts the following Plan of Conversion:

1. Conversion to an Oregon Limited Liability Company. The Company shall be converted into the New Company, duly organized under the laws of the State of Oregon, effective as of 12:01 a.m. Eastern Standard Time on the date hereof (the "Effective Time") upon the following:

(a) the filing of the Articles of Conversion with the Secretary of State of the State of Oregon (the "Articles of Conversion"), as required by the OBCA; and

(b) the filing of the Articles of Organization (the "Articles of Organization"), as required by the OLLCA, which are attached hereto and incorporated herein by this reference. Following the Conversion, the New Company will be governed by the OLLCA.

2. Adoption of Articles of Organization. From and after the Effective Time, the Articles of Organization shall be the articles of organization of the New Company, and the New

Company will enter into an operating agreement (the "Operating Agreement") with its member under the OLLCA.

3. Member and Officers. Immediately following the Conversion:

(a) the sole member of the New Company shall be The StarPraise Group, Inc., an Oregon corporation, which will itself thereafter be converted to an Oregon limited liability company; and

(b) the officers of the New Company shall be as follows:

<u>Name</u>	<u>Office</u>
Howard Rachinski	Chairman and Founder
Malcolm Hawker	President & CEO
Gary Christensen	Chief Intellectual Property Officer
George Ross	Chief Technology Officer
John H. Josephson	Vice President
Kelli Turner	Vice President - Finance
Christos Badavas	Vice President - Legal

4. Conversion of Capital Stock. The manner and basis for converting the capital stock of the Company into membership interests of the New Company shall be that upon the Conversion 100% of the outstanding capital stock shall be converted into, and the sole member of the New Company shall receive, 100% of the membership interests of the New Company.

5. Effect of Conversion. The Conversion shall have the effects as provided in the OBCA and the OLLCA and, to the extent not inconsistent with the provisions thereof, this Plan of Conversion and the Operating Agreement as may be amended from time to time.

6. Summary of the Conversion. All of the assets, liabilities and property of the Company shall become the assets, liabilities and property of the New Company.

7. Abandonment. This Plan of Conversion may be abandoned at any time prior to the filing of the Articles of Conversion or the Articles of Organization, upon approval by and at the discretion of the board of directors of the Company.

8. Intended Tax Treatment. The parties hereto acknowledge and agree that the Conversion pursuant to this Agreement is intended to be treated as complete liquidation of the Company for U.S. federal income tax purposes.

[Signatures follow on next page.]

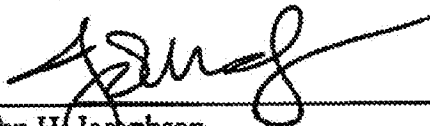
IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion as of the date first written above.

**CHRISTIAN COPYRIGHT
LICENSING INTERNATIONAL, INC.,**
an Oregon corporation

By: _____

Name: John H. Josephson

Title: Vice President



*[Signature Page to the Plan of Conversion of
Christian Copyright Licensing Intl., Inc. to - Christian Copyright Licensing Intl., LLC]*



Articles of Organization - Limited Liability Company

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1027 - sos.oregon.gov/business - Phone: (503) 986-2200

REGISTRY NUMBER: 100074-82

In accordance with Oregon Revised Statute 192.410-192.480, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

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Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1. NAME OF LIMITED LIABILITY COMPANY: (Must contain the words "Limited Liability Company" or the abbreviations "LLC" or "LLC.")

Christian Copyright Licensing International, LLC

2. DURATION: (Please check one.)

- Duration shall be perpetual.
Latest date upon which the Limited Liability Company is to dissolve is

3. PRINCIPAL OFFICE: (Must be a physical street address)

17201 NE Sacramento
Portland, Oregon 97230

4. REGISTERED AGENT: (Individual or entity that will accept legal service for this business)

CT Corporation System

5. REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS: (Must be an Oregon Street Address, which is identical to the registered agent's office.)

780 Commercial Street SE, Suite 100
Salem, Oregon 97301

6. ADDRESS WHERE THE DIVISION MAY MAIL NOTICES:

780 Commercial Street SE, Suite 100
Salem, Oregon 97301

7. HOW WILL THIS LIMITED LIABILITY COMPANY BE MANAGED?

- This LLC will be member-managed by one or more members.
This LLC will be manager-managed by one or more managers.

8. IF RENDERING A LICENSED PROFESSIONAL SERVICE OR SERVICES, DESCRIBE THE SERVICE(S) BEING RENDERED: ORS 98.015(5)(f)

9. OPTIONAL PROVISIONS: (Attach a separate sheet if necessary.)

- BENEFIT COMPANY: The Limited Liability Company is a benefit company subject to sections 1 to 11 of chapter 269, Oregon Laws 2013. (additional requirements apply)
INDEMNIFICATION: The company elects to indemnify its members, managers, employees, agents for liability and related expenses under ORS 63.160 - 63.170.
SEE ATTACHED

10. NAME AND ADDRESS OF EACH PERSON WHO IS FORMING THIS BUSINESS: (ORGANIZER)

Joe Cerne
601 SW 2nd Avenue, Suite 2100
Portland, Oregon 97204

LIST MEMBERS AND/OR MANAGERS NAMES AND ADDRESSES (MAY BE REQUIRED BY YOUR BANK)

11. OWNERS: (MEMBERS) (Names and Addresses)

The StarPraise Group, Inc.
17201 NE Sacramento Street
Portland, Oregon 97230; Attn: Howard Rachinski

12. MANAGERS: (MANAGERS) (Names and Addresses)

13. INDIVIDUAL WITH DIRECT KNOWLEDGE (Name and Address) List the name and address of at least one individual who is a member or manager of the LLC or an authorized representative with direct knowledge of the operations and business activities of the LLC.

Christos Badavas
152 West 57th Street, 57th Floor
New York, NY 10019

14. EXECUTION/SIGNATURE OF EACH PERSON WHO IS FORMING THIS BUSINESS: (Organizer)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any members, managers, employees or agents of the limited liability company. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

SIGNATURE: [Handwritten Signature]

PRINTED NAME:

Joe Cerne

TITLE:

Organizer

CONTACT NAME: (To resolve questions with this filing)

Christos Badavas

PHONE NUMBER: (include area code)

212-586-3450

Articles of Organization - Limited Liability Company 11/17

FEES

Required Processing Fee \$100

Processing Fees are nonrefundable. Please make check payable to "Corporation Division".

Free copies are available at sos.oregon.gov/business using the Business Name Search program.