

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM537481

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brightwave Marketing Inc.		03/29/2019	Corporation: GEORGIA
RECEIVING PARTY DATA			
Name:	Brightwave Marketing, LLC		
Street Address:	3340 Peachtree Road, NE, Suite 400		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30326		
Entity Type:	Limited Liability Company: GEORGIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5355099	EIQ	
Registration Number:	4514229	BRIGHTWAVE	
Registration Number:	2923064	BRIGHTWAVE MARKETING	
CORRESPONDENCE DATA			
Fax Number:	6172359493		
<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:	617-951-7169		
Email:	catherine.murray@ropesgray.com		
Correspondent Name:	Catherine Murray		
Address Line 1:	Prudential Tower, 800 Boylston Street		
Address Line 2:	Ropes & Gray LLP		
Address Line 4:	Boston, MASSACHUSETTS 02199-3600		
ATTORNEY DOCKET NUMBER:	AICE-097-003		
NAME OF SUBMITTER:	Catherine Murray		
SIGNATURE:	/cmurray/		
DATE SIGNED:	08/21/2019		
Total Attachments: 6			
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STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **03/29/2019** converting

BRIGHTWAVE MARKETING INC.
a Domestic Profit Corporation
to
BRIGHTWAVE MARKETING, LLC
a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **03/29/2019**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

CERTIFICATE OF CONVERSION

OF

BRIGHTWAVE MARKETING INC.

a Georgia corporation

converting to

BRIGHTWAVE MARKETING, LLC

a Georgia limited liability company

Pursuant to Sections 14-2-1109.1 and 14-11-212 of the
Official Code of Georgia Annotated

Dated as of March 29, 2019

In connection with the conversion (the "Conversion") of BrightWave Marketing Inc., a Georgia corporation ("BrightWave Inc.") into BrightWave Marketing, LLC, a Georgia limited liability company (the "Company"), the undersigned hereby certifies as follows:

1. The jurisdiction where BrightWave Inc. was first formed, and its jurisdiction of organization immediately prior to the filing of this Certificate of Conversion, is the State of Georgia.
2. The date on which BrightWave Inc. was first formed is February 18, 2003.
3. The name of BrightWave Inc. immediately prior to the filing of this Certificate of Conversion is BrightWave Marketing Inc.
4. The name of the Company is BrightWave Marketing, LLC, which was organized under the laws of the State of Georgia.
5. BrightWave Inc. is being converted into the Company in compliance with Sections 14-2-1109.1 and 14-11-212 of the Official Code of Georgia Annotated.
6. A plan of conversion was approved as required by BrightWave Inc. in accordance with Sections 14-2-1109.1 and 14-11-212 of the Official Code of Georgia Annotated.
7. Filed with this Certificate of Conversion are Articles of Organization in the form required by Section 14-11-204 of the Official Code of Georgia Annotated, which set forth BrightWave Marketing, LLC as the name of the Company, which name satisfies Section 14-11-207 of the Official Code of Georgia Annotated, and which designated the limited liability company as manager-managed in accordance with Section 14-11-304 of the Official Code of Georgia Annotated. The Articles of Organization shall be the Articles of Organization of the Company formed pursuant to such Conversion unless and until modified in accordance with Sections 14-11-100 et seq. of the Official Code of Georgia Annotated.

8. A written operating agreement has been entered into by the sole member of the limited liability company into which BrightWave Inc. will be converted, effective immediately upon the effectiveness of such Conversion. Such operating agreement and the plan of conversion adopted by the Board of Directors of BrightWave Inc. and approved by the sole shareholder of BrightWave Inc. provide for the manner and basis of converting the shares of BrightWave Inc. into interests in the limited liability company into which BrightWave Inc. is being converted.

9. The effective date in the State of Georgia of the Conversion shall be March 29, 2019 (the "Effective Date").

10. The authority of BrightWave Inc.'s registered agent to accept service on its behalf is revoked as of the Effective Date, and the Secretary of State of Georgia is irrevocably appointed as the agent for service of process of BrightWave Inc. in any proceeding to enforce an obligation of BrightWave Inc. arising prior to the Effective Date, including the rights, if any, of dissenting shareholders.

11. The address of the principal office of the Company is 3340 Peachtree Rd. NE, Suite 400, Atlanta, Georgia 30326, and copies of any process served on the Secretary of State of the State of Georgia shall be sent to such mailing address. The Secretary of State of the State of Georgia shall be notified of any change in the Company's mailing address.

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed as of the date first set forth above.

BRIGHTWAVE MARKETING INC.

By: 

Name: George Simms Jenkins, IV

Title: Chief Executive Officer

2018 MAR 29 PM 3:27
SECRETARY OF STATE
CORPORATIONS DIVISION

[Signature Page to Georgia Certificate of Conversion of BrightWave Marketing Inc.]

ARTICLES OF ORGANIZATION
OF
BRIGHTWAVE MARKETING, LLC

I.

The name of the limited liability company is "BrightWave Marketing, LLC".

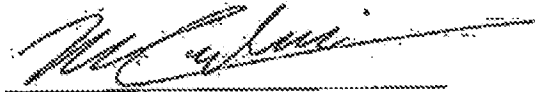
II.

The mailing address of the BrightWave Marketing, LLC is 3340 Peachtree Rd. NE, Suite 400, Atlanta, Georgia, 30326.

III.

The management of BrightWave Marketing, LLC is vested in one or more managers.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 29th day of March, 2019.



Matthew C. Carlucci, Organizer

2019 MAR 29 PM 3:27
STATE OF GEORGIA
CORPORATIONS DIVISION



Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 513 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.ga.gov

TRANSMITTAL INFORMATION FORM
GEORGIA LIMITED LIABILITY COMPANY

IMPORTANT: Please provide the entity's primary email address when completing this form.

Primary Email Address: sjenkins@brightwave.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. LLC Name Reservation Number (If one has been obtained; if articles are being filed without prior reservations, leave this line blank.)

BrightWave Marketing, LLC

LLC Name (List exactly as it appears in articles.)

2. Regina M. Scott, Morris, Manning & Martin, LLP

Name of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)

3343 Peachtree Rd., NE, Suite 1800 Atlanta GA 30326

Address City State Zip Code

rscott@mmmlaw.com

Filer's Email Address

(404) 233-7000

Telephone Number

3. 3340 Peachtree Road, NE, Suite 400

Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)

Atlanta GA 30326

City State Zip Code

4. George Simms Jenkins, IV

Name of Registered Agent in Georgia

3340 Peachtree Road, NE, Suite 400

Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)

Atlanta Fulton GA 30326

City County State Zip Code

sjenkins@brightwave.com

Registered Agent's Email Address

5. Name and Address of Each Organizer (Attach additional sheets if necessary.)

Matthew C. Carlucci 3343 Peachtree Rd., NE, STE 1800 Atlanta GA 30326

Organizer Address City State Zip Code

Organizer Address City State Zip Code

6. Mail the following items to the Secretary of State at the above address:

- 1) This Transmittal Information Form;
2) The Articles of Organization; and
3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are non-refundable.

I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.

[Signature]

Signature of Authorized Person

March 29, 2019

Date

Matthew C. Carlucci

Print name

FORM 231
(Rev. 10/2018)