

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM539544

<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>
PRIMESPORT, INC.		12/15/2017	Corporation: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PrimeSport, LLC		
<b>Street Address:</b>	3575 Piedmont Road NE, Suite 950		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30305		
<b>Entity Type:</b>	Limited Liability Company: GEORGIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3313709	PRIMESPORT	
<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>Email:</b>	legal@onlocationexp.com		
<b>Correspondent Name:</b>	Brian P. McEntee		
<b>Address Line 1:</b>	1 South Broad Street, Suite 1710		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19107		
<b>NAME OF SUBMITTER:</b>	Brian P. McEntee		
<b>SIGNATURE:</b>	/Brian P. McEntee/		
<b>DATE SIGNED:</b>	09/05/2019		
<b>Total Attachments: 7</b>			
source=PS - GA Certified Copies of Certificate of Conversion#page1.tif			
source=PS - GA Certified Copies of Certificate of Conversion#page2.tif			
source=PS - GA Certified Copies of Certificate of Conversion#page3.tif			
source=PS - GA Certified Copies of Certificate of Conversion#page4.tif			
source=PS - GA Certified Copies of Certificate of Conversion#page5.tif			
source=PS - GA Certified Copies of Certificate of Conversion#page6.tif			
source=PS - GA Certified Copies of Certificate of Conversion#page7.tif			

OP \$40.00 3313709

# STATE OF GEORGIA

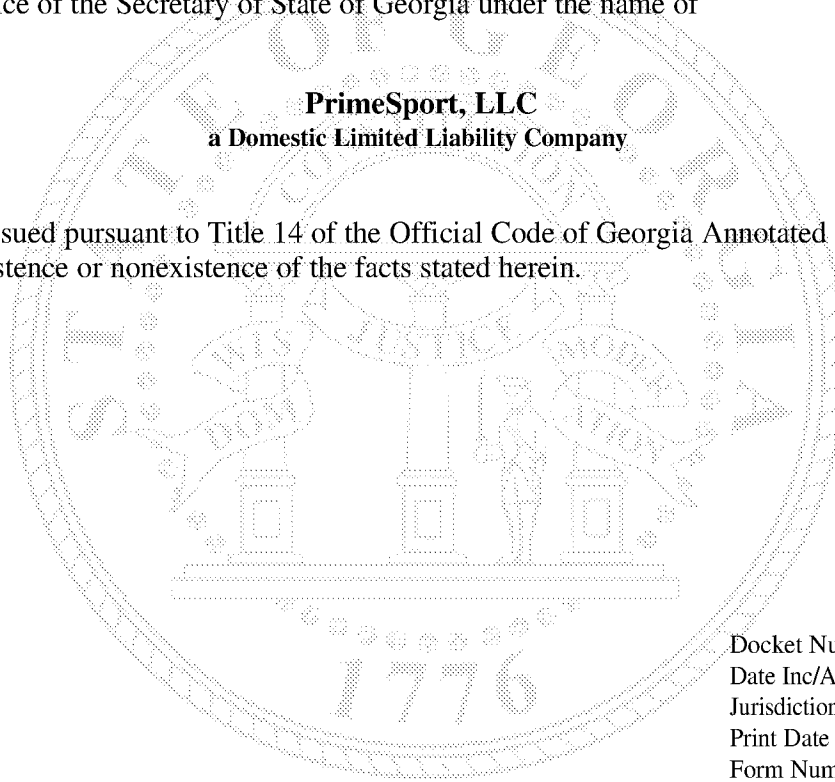
**Secretary of State**  
**Corporations Division**  
**313 West Tower**  
**2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

## CERTIFIED COPY

I, **Robyn A. Crittenden**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed with the Corporations Division of the Office of the Secretary of State of Georgia under the name of

**PrimeSport, LLC**  
a Domestic Limited Liability Company

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Docket Number : 16307079  
Date Inc/Auth/Filed: 07/21/2010  
Jurisdiction : Georgia  
Print Date : 12/10/2018  
Form Number : 215



Robyn A. Crittenden  
Secretary of State

# 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, **Brian P. Kemp**, 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 **12/13/2017** converting

**PRIMESPORT, INC.**  
a Domestic Profit Corporation  
to  
**PrimeSport, 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 **12/15/2017**.



Handwritten signature of Brian P. Kemp.

Brian P. Kemp  
Secretary of State

**CERTIFICATE OF CONVERSION  
BY PRIMESPORT, INC.,  
A GEORGIA CORPORATION,  
TO BECOME A GEORGIA LIMITED LIABILITY COMPANY  
UNDER THE GEORGIA LIMITED LIABILITY COMPANY ACT**

1.

The name of the Georgia corporation making the election to convert to a limited liability company is PRIMESPORT, INC., a Georgia corporation organized under the laws of the State of Georgia (hereinafter referred to as the "Corporation").

2.

The Corporation hereby elects to convert to a limited liability company under the Georgia Limited Liability Company Act, O.C.G.A. § 14-11-100 et seq.

3.

The name of the limited liability company to be formed by the conversion is PrimeSport, LLC.

4.

This conversion shall become effective with the filing of this certificate with the Secretary of State of the State of Georgia.

5.

This election has been approved by the shareholders and members of the Board of Directors of the Corporation in accordance with O.C.G.A. §§ 14-11-212(a) and 14-2-1109.1 and the governing documents of the Corporation.

6.

With this Certificate of Conversion, Articles of Organization in the form required by O.C.G.A. § 14-11-204 are being filed with the Secretary of State of the State of Georgia, using a name that satisfies the requirements of O.C.G.A. § 14-11-207. Said Articles of Organization shall govern the limited liability company being formed by this conversion, unless and until modified in accordance with the Georgia Limited Liability Company Act.

7.

A written operating agreement has been entered into among the persons who will be members of the limited liability company formed pursuant to this conversion, which will be effective immediately upon the effectiveness of this conversion. The operating agreement provides for the basis and method of converting the ownership interests as they existed in the Corporation prior to this conversion into the respective ownership interests of members in the limited liability company being formed by this conversion.

**[signature pages follow]**

IN WITNESS WHEREOF, this Certificate of Conversion to become a limited liability company under the Georgia Limited Liability Company Act has been executed by the duly authorized officer of PRIMESPORT, INC. on this 12th day of December, 2017.

PRIMESPORT, INC.

By:



John Collins, President

2017 DEC 13 PM 5:03  
SECRETARY OF STATE  
CORPORATE SERVICES DIVISION

[Signature page to Certificate of Conversion]



Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION  
2 Martin Luther King Jr. Dr. SE  
Suite 315 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: joe@onlocationexp.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 reservation, leave this line blank.)				
	PrimeSport, LLC				
	LLC Name (List exactly as it appears in articles.)				
2.	Joseph Eno				
	Name of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)				
	200 Park Avenue	New York	NY	10166	
	Address	City	State	Zip Code	
	josepheno@paulhastings.com			212-318-6965	
	Filer's Email Address			Telephone Number	
3.	15 Piedmont Center, Suite 1550				
	Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)				
	Atlanta		GA	30305	
	City		State	Zip Code	
4.	C T Corporation System				
	Name of Registered Agent in Georgia				
	389 S Culver St				
	Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)				
	Lawrenceville	Gwinnett	GA	30046-4805	
	City	County	State	Zip Code	
	FFinboxATL@wolterskluwer.com				
	Registered Agent's Email Address				
5.	Name and Address of Each Organizer (Attach additional sheets if necessary.)				
	John Collins	805 Third Avenue	New York	NY	10022
	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 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 the information on this form will be entered in the Secretary of State business entity database, and I certify that the above information is true and correct to the best of my knowledge.				
				December 12, 2017	
	Signature of Authorized Person			Date	
	John Collins				
	Print name				

FORM 231  
(Rev. 8/2016)



Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION  
2 Martin Luther King Jr. Dr. SE  
Suite 313 West Tower  
Atlanta, Georgia 30334  
(404) 556-2817  
sos.georgia.gov/corporations

2017 DEC 13 PM 5:03  
C 55216-001 REC'D PDC  
12/13/17

### Articles of Organization

#### Article One

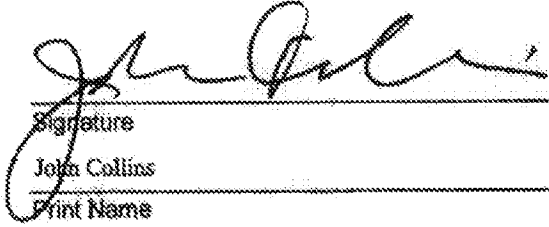
The name of the limited liability company is:

PrimeSpors, LLC

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on

December 12, 2017

(Date)

  
\_\_\_\_\_  
Signature  
John Collins  
\_\_\_\_\_  
Print Name

- Capacity (choose one option only):
- Organizer
  - Member
  - Manager
  - Attorney-in-fact

Ferm CD 830  
(8/2015)