

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM550567

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rhythm Interactive LLC		01/08/2019	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Rhythm Interactive LLC		
Street Address:	9860 Irvine Center Drive		
City:	Irvine		
State/Country:	CALIFORNIA		
Postal Code:	92618		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5082514	RHYTHM	
Registration Number:	2886196	RHYTHM NET	
Serial Number:	87156614	RHYTHM	
CORRESPONDENCE DATA			
Fax Number:	4045818330		
<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:	404-581-8275		
Email:	srbrown@jonesday.com		
Correspondent Name:	Sidney R. Brown, Jones Day		
Address Line 1:	1420 Peachtree Street, NE		
Address Line 2:	Suite 800		
Address Line 4:	Atlanta, GEORGIA 30309		
NAME OF SUBMITTER:	Sidney R. Brown		
SIGNATURE:	/Sidney R. Brown/		
DATE SIGNED:	11/22/2019		
Total Attachments: 4			
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State of California Secretary of State

Certificate of Conversion

CONV-1A

File # 201900710016

FILED Secretary of State State of California

JAN 08 2019

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Converted Entity: Rhythm Interactive LLC
2. Form of Entity: limited liability company
3. Jurisdiction: DE
4. Mailing Address of Chief Executive Office: 9860 Irvine Center Drive, Irvine, CA 92618
5. Street Address of Chief Executive Office: 9860 Irvine Center Drive, Irvine, CA 92618
6. Street Address of the California Office: 9860 Irvine Center Drive, Irvine, CA 92618
7. Agent for Service of Process: Corporation Service Company...

Converting Entity Information

8. Name of Converting Entity: Rhythm Interactive LLC
9. Form of Entity: limited liability company
10. Jurisdiction: CA
11. CA Secretary of State File Number: 201900710016
12. Principal terms of the plan of conversion: 100% of membership interests AND 51% percentage vote required.

Additional Information

13. Additional information set forth on the attached pages...
14. I certify under penalty of perjury...
Date: 1/3/2019
Signature of Authorized Person: Ryan Brant, Manager of Code and Theory LLC, Manager

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "RHYTHM INTERACTIVE LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF CONVERSION, FILED THE THIRD DAY OF JANUARY, A.D. 2019, AT 6:07 O`CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE THIRD DAY OF JANUARY, A.D. 2019, AT 6:07 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "RHYTHM INTERACTIVE LLC".




Jeffrey W. Bullock, Secretary of State

7221924 8100H
SR# 20197820843

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203901510

Date: 10-30-19

TRADEMARK

REEL: 006801 FRAME: 0784

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The jurisdiction where the Non-Delaware Limited Liability Company first formed is California.
2. The jurisdiction immediately prior to filing this Certificate is California.
3. The date the Non-Delaware Limited Liability Company first formed is January 2, 2019.
4. The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is:

Rhythm Interactive LLC

5. The name of the Limited Liability Company as set forth in the Certificate of Formation is:

Rhythm Interactive LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 3rd day of January 2019.



Kristine Laudadio Devine
Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:07 PM 01/03/2019
FILED 06:07 PM 01/03/2019
SR 20190056109 - File Number 7221924

STATE *of* DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE *of* FORMATION

FIRST: The name of the limited liability company is

Rhythm Interactive LLC.

SECOND: The address of its registered office in the State of Delaware is 251 Little Falls Drive in the City of Wilmington, Delaware 19808. The name of its Registered agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 3rd Day of January, 2019.



Kristine Laudadio Devine
Authorized Person