

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM557877

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Learning Objects, Inc.		09/22/2015	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Learning Objects, LLC		
Street Address:	Suite 350 718 7th Street NW		
City:	Washington		
State/Country:	D.C.		
Postal Code:	20001		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	4857726	DIFFERENCE ENGINE	
Registration Number:	4816248	LEARNING OBJECTS	
Registration Number:	4802648	THE OPERATING SYSTEM FOR LEARNING	
Registration Number:	4726240	CAMPUS PACK	
Registration Number:	4722318	CAMPUS PACK	
Registration Number:	4698276	LEARNING OBJECTS	
Registration Number:	4487015	DIFFERENCE ENGINE	
CORRESPONDENCE DATA			
Fax Number:			
<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:	2129961287		
Email:	trademarks@montagulaw.com		
Correspondent Name:	Thomas Walsh		
Address Line 1:	1120 Ave of Americas 4th Floor		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	CENGAGE LO RECORDAL		
NAME OF SUBMITTER:	Thomas Walsh		
SIGNATURE:	/ThomasWalsh/		

CH \$190.00 4857726

DATE SIGNED:	01/16/2020
---------------------	------------

Total Attachments: 6

- source=Learning Objects, LLC - Certificate of Conversion - Set 22, 2015#page1.tif
- source=Learning Objects, LLC - Certificate of Conversion - Set 22, 2015#page2.tif
- source=Learning Objects, LLC - Certificate of Conversion - Set 22, 2015#page3.tif
- source=Learning Objects, LLC - Certificate of Conversion - Set 22, 2015#page4.tif
- source=Learning Objects, LLC - Certificate of Conversion - Set 22, 2015#page5.tif
- source=Learning Objects, LLC - Certificate of Conversion - Set 22, 2015#page6.tif

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "LEARNING OBJECTS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LEARNING OBJECTS, INC." TO "LEARNING OBJECTS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2015, AT 8:14 O`CLOCK A.M.



Jeffrey W. Bullock, Secretary of State

3686060 8100V
SR# 20150208792

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

Authentication: 10105520
Date: 09-22-15

TRADEMARK
REEL: 006839 FRAME: 0734

**CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION
TO A DELAWARE LIMITED LIABILITY COMPANY**

This Certificate of Conversion (this “**Certificate of Conversion**”) for Learning Objects, Inc., a Delaware corporation (the “**Corporation**”), is being filed pursuant to Section 18-214 of the Delaware Limited Liability Company Act and Section 266 of the Delaware General Corporation Law (the “**DGCL**”) to convert the Corporation from a Delaware corporation to a Delaware limited liability company.

First: The Corporation was first incorporated as a corporation in the State of Delaware under the DGCL on July 25, 2003, and the Corporation’s jurisdiction immediately prior to filing this Certificate of Conversion is the State of Delaware.

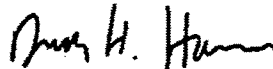
Second: The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Learning Objects, Inc.

Third: The name of the resulting limited liability company upon the conversion of the Corporation as set forth in the Certificate of Formation is Learning Objects, LLC.

Fourth: The conversion of the Corporation from a corporation to a limited liability company shall be effective upon the filing of this Certificate of Conversion and the Certificate of Formation for the resulting limited liability company with the Secretary of State of the State of Delaware.

(Signature on following page.)

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on behalf of Learning Objects, Inc. as of September 22, 2015.



Derek Hamner, President

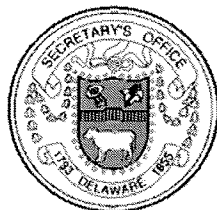
[Signature Page to Certificate of Conversion]

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "LEARNING OBJECTS, LLC" FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2015, AT 8:14 O`CLOCK A.M.



3686060 8100V
SR# 20150208792

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 10105520

Date: 09-22-15

TRADEMARK
REEL: 006839 FRAME: 0737

**CERTIFICATE OF FORMATION
OF
LEARNING OBJECTS, LLC**

This Certificate of Formation of **LEARNING OBJECTS, LLC** is being duly executed to form a limited liability company under the Delaware Limited Liability Company Act (the “Act”) upon the conversion of Learning Objects, Inc., a Delaware corporation, to this limited liability company pursuant to the Certificate of Conversion for Learning Objects, Inc. (the “Certificate of Conversion”) filed with the Secretary of State of the State of Delaware.

First: The name of the limited liability company formed hereby is Learning Objects, LLC (the “Company”).

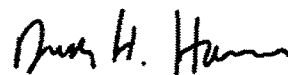
Second: The address of the registered office of the Company in the State of Delaware is 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, 19904. The Registered Agent in charge thereof is National Registered Agents, Inc.

Third: The Company will be formed upon the filing of this Certificate of Formation and the Certificate of Conversion with the Secretary of State of the State of Delaware.

Fourth: Except as otherwise provided by the Act, the debts, obligations and liabilities of the Company, whether arising in contract, tort or otherwise, will be solely the debts, obligations and liabilities of the Company, and no member of the Company will be obligated personally for any such debt, obligation or liability of the Company solely by reason of being a member.

(Signature on following page)

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Learning Objects, LLC as of September 22, 2015.



Derek Hamner, an Authorized Person