

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

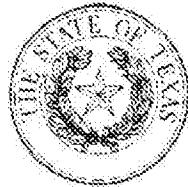
ETAS ID: TM569301

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spark Energy, L.P.		05/21/2014	Limited Partnership: TEXAS
RECEIVING PARTY DATA			
Name:	Spark Energy, LLC		
Street Address:	12140 Wickchester Lane		
Internal Address:	Suite 100		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77079		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85056834	SPARK ENERGY	
Serial Number:	85056800	SPARK ENERGY	
Serial Number:	85056812	EMPOWER WHAT MATTERS	
Serial Number:	85374111		
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:	888-762-4511		
Email:	mcrosby@schwartzip.com		
Correspondent Name:	Matthew S. Crosby		
Address Line 1:	244 5th Ave.		
Address Line 2:	#2157		
Address Line 4:	New York, NEW YORK 10001		
NAME OF SUBMITTER:	Matthew S. Crosby		
SIGNATURE:	/ Matthew Crosby /		
DATE SIGNED:	03/27/2020		
Total Attachments: 15			

OP \$115.00 85056834

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Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



Nandita Berry
Secretary of State

Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Spark Energy, L.P.
File Number: 800052932

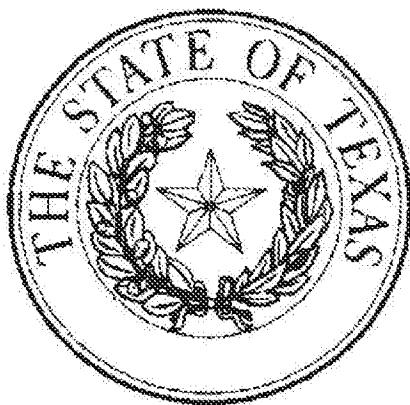
Converting it to

SPARK ENERGY, LLC
File Number: 801995537

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 05/21/2014

Effective: 05/21/2014



NANDITA BERRY

Nandita Berry
Secretary of State

Form 642
(Revised 05/11)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See instructions



This space reserved for office
use.

**Certificate of Conversion
of a
Limited Partnership Converting
to a
Limited Liability Company**

Converting Entity Information

The name of the converting limited partnership is:

Spark Energy, L.P.

The jurisdiction of formation of the limited partnership is: Texas

The date of formation of the limited partnership is: 2/5/2002

The file number, if any, issued to the limited partnership by the secretary of state is: 800052932

Converted Entity Information

The limited partnership named above is converting to a limited liability company. The name of the limited liability company is:

Spark Energy, LLC

The limited liability company will be formed under the laws of: Texas

Plan of Conversion

The plan of conversion is attached.

If the plan of conversion is not attached, the following section must be completed.

Alternative Statements

In lieu of providing the plan of conversion, the converting limited partnership certifies that:

1. A signed plan of conversion is on file at the principal place of business of the limited partnership, the converting entity. The address of the principal place of business of the limited partnership is:

Street or Mailing Address

City

State Country Zip Code

2. A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

Street or Mailing Address

City

State Country Zip Code

3. A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

Certificate of Formation for the Converted Entity

If the converted entity is a Texas limited liability company, the certificate of formation of the Texas limited liability company must be attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is accepted and filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that certifies that the converting entity is in good standing for purposes of conversion.
- In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code to execute the filing instrument.

Date:

May 20, 2014

Gil Melman on behalf of Spark Energy, L.P.



Signature of authorized person (see instructions)

Gil Melman, Vice President/General Counsel

Printed or typed name of authorized person

**ACTION BY WRITTEN CONSENT OF PARTNERS
OF SPARK ENERGY, L.P.**

Pursuant to the authority contained in the Texas Business Organizations Code, the undersigned, being all of the partners of Spark Energy, L.P., (the "Partnership"), a Texas limited partnership, hereby take and adopt the following actions in writing on behalf of the Partnership:

Approval of Conversion

WHEREAS, the partners of the Partnership have determined it is in the best interests of the Partnership to convert the Partnership into a Texas limited liability company.

NOW, THEREFORE, BE IT RESOLVED, that the Plan of Conversion of this Partnership from a Texas limited partnership to a Texas limited liability company, substantially in the form attached hereto as Exhibit A and incorporated herein for all purposes, be and it hereby is adopted and approved.

FURTHER RESOLVED, that the General Partner of this Partnership be, and it hereby is, authorized and directed to take such action as is necessary or desirable to implement the Plan of Conversion, including the preparation, execution and filing of a Certificate of Conversion with the Secretary of State of the State of Texas.

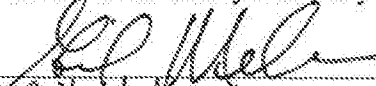
FURTHER RESOLVED, that the General Partner be, and it hereby is, authorized and directed on behalf of this Partnership to retain appropriate attorneys and others and to pay such fees and expenses and to make, execute and deliver, or cause to be made, executed and delivered, all such agreements, documents, instruments and other papers and to do or cause to be done all such acts and things, in the name and on behalf of this Partnership and under its seal or otherwise, as may be deemed necessary, appropriate or desirable to effectuate or carry out the purposes and intent of the foregoing resolutions.

The undersigned direct that this consent be filed with the records of the Partnership.

Date: May 20th, 2014.

GENERAL PARTNER:

SPARK ENERGY HOLDINGS, LLC.
a Texas limited liability company

By: 
Name: Gil Melman
Title: Vice President + General Counsel

LIMITED PARTNER:

SPARK ENERGY VENTURES, LLC,
a Texas limited liability company

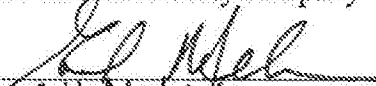
By: 
Name: Gil Melman
Title: Vice President + General Counsel

EXHIBIT A

Plan of Conversion

**PLAN OF CONVERSION
OF
SPARK ENERGY, L.P.**

1. Adoption of Plan. SPARK ENERGY, L.P. hereby adopts this plan of conversion in order to convert to a limited liability company named "SPARK ENERGY, LLC."
2. Domestic Entities. The following are the domestic converting and converted entities that are a party to the conversion:
 - A. SPARK ENERGY, L.P., a Texas limited partnership (the "Converting Entity"); and
 - B. SPARK ENERGY, LLC, a Texas limited liability company (the "Converted Entity").
3. Continuation of Existence. Upon the conversion, the Converting Entity shall continue in its existence in the organizational form of the Converted Entity, which shall be a Texas limited liability company organized under the Texas Business Organizations Code and all of the rights, privileges and powers of the Converting Entity, and all property, real, personal and mixed, and all debts due to the Converting Entity, as well as all other things and causes of action belonging to the Converting Entity, shall remain vested in the Converted Entity and shall be the property of the Converted Entity, and the title to any real property vested by deed or otherwise in the Converting Entity shall not revert or be in any way impaired by reason of this conversion; but all rights of creditors and all liens upon any property of the Converting Entity shall be preserved unimpaired, and all debts, liabilities and duties of the Converting Entity shall remain attached to the Converted Entity, and may be enforced against it to the same extent as if said debts, liabilities and duties had originally been incurred or contracted by it in its capacity as a Converted Entity. The conversion of the Converting Entity into the Converted Entity shall not be deemed to affect any obligations or liabilities of the Converting Entity incurred prior to its conversion to the Converted Entity, or the personal liability of any person incurred prior to such conversion.
4. Conversion of Ownership Interests. Upon the conversion, the limited partnership interest and the general partnership interest of the Converting Entity shall be exchanged and converted into the limited liability company membership interests in the Converted Entity in the same ratio between the limited and general partners of the Converting Entity and with the same beneficial ownership rights as in the Converting Entity as more fully reflected in the Agreement of Limited Partnership of the Converted Entity.
5. Certificate of Formation. Attached hereto as Exhibit A is the Certificate of Formation of the Converted Entity.
6. Effective Date. The conversion will become effective upon the filing of the Certificate of Conversion with the Secretary of State of the State of Texas.

7. Tax Status. The Converted Entity shall be taxed as a partnership as provided under the U.S. Treasury Regulations, §301.7701-1 and §301.7701-2.

Dated: May 20, 2014.

SPARK ENERGY, L.P.,
a Texas limited partnership

By: 

Name: Gil Melman

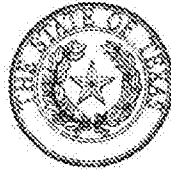
Title: Vice President & General Counsel

EXHIBIT A

Certificate of Formation of Converted Entity

Form 205
(Revised 05/11)

This space reserved for office use.



Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: \$300

**Certificate of Formation
Limited Liability Company**

Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

SPARK ENERGY, LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

Article 2 – Registered Agent and Registered Office

(See instructions. Select and complete either A or B and complete C.)

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

Corporation Service Company ("CSC")

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name *M.I.* *Last Name* *Suffix*

C. The business address of the registered agent and the registered office address is:

211 East 7th Street, Suite 620 Austin TX 78701
Street Address *City* *State* *Zip Code*

Article 3—Governing Authority

(Select and complete either A or B and provide the name and address of each governing person.)

A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

GOVERNING PERSON 1

NAME (Enter the name of either an individual or an organization, but not both.)
IF INDIVIDUAL

First Name *M.I.* *Last Name* *Suffix*

OR

IF ORGANIZATION

SPARK ENERGY HOLDINGS, LLC

Organization Name

ADDRESS

2105 CityWest Blvd., Suite 100 Houston TX USA 77042
Street or Mailing Address *City* *State* *Country* *Zip Code*

GOVERNING PERSON 2				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS				
Street or Mailing Address		City	State	Country Zip Code

GOVERNING PERSON 3				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	M.I.	Last Name	Suffix	
OR				
IF ORGANIZATION				
Organization Name				
ADDRESS				
Street or Mailing Address		City	State	Country Zip Code

Article 4 – Purpose

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

This entity is being formed pursuant to a Plan of Conversion, wherein Spark Energy, L.P., a Texas limited partnership, filed with the Texas Secretary of State on February 5, 2002, whose principal place of business is 2105 CityWest Boulevard, Suite 100, Houston, Texas 77042, is requesting it be converted to Spark Energy, LLC, a Texas limited liability company whose principal place of business will remain the same.

Organizer

The name and address of the organizer:

Gil Melman, Vice President & General Counsel
Name

2105 CityWest Blvd., Suite 100
Street or Mailing Address

Houston
City

TX 77042
State Zip Code

Effectiveness of Filing (Select either A, B, or C.)

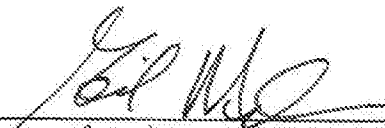
- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: May 20, 2014


Signature of organizer

Gil Melman, Vice President & General Counsel
Printed or typed name of organizer

TEXAS COMPTROLLER of PUBLIC ACCOUNTS

P.O. Box 13528 • AUSTIN, TX 78711-3528



May 19, 2014

SPARK ENERGY, L.P.
2105 CITYWEST BLVD STE 100
HOUSTON TX 77042-2855

CERTIFICATE OF ACCOUNT STATUS

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Susan Combs, Comptroller of Public Accounts of the State of Texas, DO
HEREBY CERTIFY that according to the records of this office

SPARK ENERGY, L.P.

is, as of this date, in good standing with this office for the purpose of
ending its existence, having filed the required franchise tax reports and
having paid the franchise tax computed to be due through 12/31/2014.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 19th day of
May, 2014 A.D.

A handwritten signature in cursive script that reads "Susan Combs".

Susan Combs
Texas Comptroller

Taxpayer number: 32008505284
File number: 0800052932

NOTE: Failure by Texas entities to legally end existence with the Texas Secretary of State on or before the expiration of this certificate, will result in additional franchise tax responsibilities. Texas entities not registered with the Texas Secretary of State and all out of state entities are responsible for franchise tax through the last date of business in this state.

Form 401

Secretary of State
 P.O. Box 13697
 Austin, TX 78711-3697
 FAX: 512/463-5709

Filing Fee: See Instructions



**Statement of Change of
 Registered Office/Agent**

Filed in the Office of the
 Secretary of State of Texas
 Filing #: 801995537 06/02/2017
 Document #: 741886090005
 Image Generated Electronically
 for Web Filing

Entity Information

The name of the entity is :

SPARK ENERGY, LLC

The file number issued to the entity by the secretary of state is: **801995537**

The registered agent and registered office of the entity as currently shown on the records of the secretary of state are:

Corporation Service Company dba CSC - Lawyers Incorporating Service Company
211 E. 7th Street, Suite 620, Austin, TX, USA 78701-3218

Change to Registered Agent/Registered Office

The following changes are made to the registered agent and/or office information of the named entity:

Registered Agent Change

A. The new registered agent is an organization by the name of:

CT Corporation System

OR

B. The new registered agent is an individual resident of the state whose name is:

Registered Office Change

C. The business address of the registered agent and the registered office address is changed to:

1999 Bryan St., Ste. 900, Dallas, TX, USA 75201-3136

The street address of the registered office as stated in this instrument is the same as the registered agent's business address.

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

B. The consent of the registered agent is maintained by the entity.

Statement of Approval

The change specified in this statement has been authorized by the entity in the manner required by the BOC or in the manner required by the law governing the filing entity, as applicable.

Effectiveness of Filing

A. This document becomes effective when the document is filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: **June 2, 2017**

Sharlin Aldao-Carrillo

Signature of authorized person(s)

FILING OFFICE COPY