

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM646338

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rasmussen College, Inc.		03/14/2019	Public Benefit Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Rasmussen College, LLC		
Street Address:	1415 West 22nd Street		
Internal Address:	Suite 400		
City:	Oak Brook		
State/Country:	ILLINOIS		
Postal Code:	60523		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3052620	RASMUSSEN COLLEGE	
Registration Number:	4365445	RASMUSSEN C O L L E G E	
Registration Number:	4759401	FLEX CHOICE	
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:	4155911000		
Email:	TrademarksCH@winston.com		
Correspondent Name:	Laura M. Franco, Winston & Strawn LLP		
Address Line 1:	101 California Street		
Address Line 4:	San Francisco, CALIFORNIA 94111-5840		
NAME OF SUBMITTER:	Laura M. Franco		
SIGNATURE:	/Laura M. Franco/		
DATE SIGNED:	05/12/2021		
Total Attachments: 5			
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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 "RASMUSSEN COLLEGE, INC., A PUBLIC BENEFIT CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "RASMUSSEN COLLEGE, INC., A PUBLIC BENEFIT CORPORATION" TO "RASMUSSEN COLLEGE, LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF MARCH, A.D. 2019, AT 7:11 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FOURTEENTH DAY OF MARCH, A.D. 2019 AT 11:58 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3722819 8100V
SR# 20191991812

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

Authentication: 202445995
Date: 03-14-19

TRADEMARK
REEL: 007290 FRAME: 0227

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 "RASMUSSEN COLLEGE, LLC" FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF MARCH, A.D. 2019, AT 7:11 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FOURTEENTH DAY OF MARCH, A.D. 2019 AT 11:58 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3722819 8100V
SR# 20191991812

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

Authentication: 202445995
Date: 03-14-19

TRADEMARK
REEL: 007290 FRAME: 0228

**CERTIFICATE OF CONVERSION
CONVERTING
RASMUSSEN COLLEGE, INC., A PUBLIC BENEFIT CORPORATION
INTO
RASMUSSEN COLLEGE, LLC**

This Certificate of Conversion has been duly executed and is being filed by the undersigned to convert Rasmussen College, Inc., a Public Benefit Corporation, a Delaware corporation (the "Corporation"), into Rasmussen College, LLC, a Delaware limited liability company (the "LLC"), pursuant to the Delaware Limited Liability Company Act (Del. Code tit. 6, § 18-101 et seq.) (the "DLLCA") and the General Corporation Law of the State of Delaware (Del. Code tit. 8, § 101 et seq.) (the "DGCL"), and the undersigned hereby certifies as follows:

FIRST: The Corporation was originally organized as RAS-St. Cloud, Inc., in the State of Delaware on November 5, 2003.

SECOND: The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Rasmussen College, Inc., a Public Benefit Corporation.

THIRD: The name of the LLC as set forth in the Certificate of Formation is Rasmussen College, LLC.

FOURTH: The conversion of the Corporation into the LLC and the Limited Liability Company Agreement of the LLC have been approved in accordance with the provisions of Sections 228 and 266 of the DGCL and Section 18-214 of the DLLCA.

FIFTH: The conversion of the Corporation into the LLC shall be effective as of 11:58 pm, March 14, 2019 EST with the Secretary of State of Delaware.

[signature page follows]

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:11 PM 03/14/2019
FILED 07:11 PM 03/14/2019
SR 20191991812 - File Number 3722819

**CERTIFICATE OF FORMATION
OF
RASMUSSEN COLLEGE, LLC**

This Certificate of Formation of Rasmussen College, LLC (the "LLC") is duly executed and filed by Kevin Delano, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, *et seq.*).

FIRST. The name of the limited liability company formed hereby is "Rasmussen College, LLC."

SECOND. The address of the registered office of the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801-1120.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, County of New Castle, Wilmington, DE 19801-1120.

FOURTH: The formation of the LLC shall be effective as of 11:58 pm, March 14, 2019 EST with the Secretary of State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the 14th day of March, 2019.

/s/ Kevin Delano
By: Kevin Delano
Title: Authorized Person