

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM686087

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Newton Software, Inc.		03/21/2019	Corporation: OHIO
RECEIVING PARTY DATA			
Name:	Newton Software, LLC		
Street Address:	4811 Montgomery Street		
City:	Cincinnati		
State/Country:	OHIO		
Postal Code:	45212		
Entity Type:	Limited Liability Company: OHIO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5543874	GROUNDWORX	
CORRESPONDENCE DATA			
Fax Number:	3177133699		
<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:	3177133412		
Email:	twagner@taftlaw.com		
Correspondent Name:	Tiffini Wagner		
Address Line 1:	One Indiana Square		
Address Line 2:	Suite 3500		
Address Line 4:	Indianapolis, INDIANA 46204		
NAME OF SUBMITTER:	Tiffini Wagner		
SIGNATURE:	/ Tiffini Wagner /		
DATE SIGNED:	11/05/2021		
Total Attachments: 10			
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page1.tif			
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page2.tif			
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page3.tif			
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page4.tif			
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page5.tif			

OP \$40.00 5543874

source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page6.tif
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page7.tif
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page8.tif
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page9.tif
source=Newton Software, Inc. Conversion Filing to Newton Software, LLC 03.21.2019 PAY05-GN001#page10.tif



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
03/22/2019	201908100072	Conversion Within SOS Records (CVS)	98.00	200.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

CORPORATION SERVICE COMPANY
 DEANNE E. SCHAUSEIL
 50 WEST BROAD STREET - SUITE 1330
 COLUMBUS, OH 43215

STATE OF OHIO
CERTIFICATE

Ohio Secretary of State, Frank LaRose
 2445521

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

NEWTON SOFTWARE, LLC

and, that said business records show the filing and recording of:

Document(s)

Conversion Within SOS Records

Effective Date: 03/21/2019

CHANGE BUSINESS TYPE DOM. PROFIT LIM. LIAB. CO.

Document No(s):

201908100072



United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the
 Secretary of State at Columbus, Ohio this
 22nd day of March, A.D. 2019.

Ohio Secretary of State

Form 700 Prescribed by:

JON HUSTED
Ohio Secretary of State



Toll Free: (877) SOS-FILE (877-767-3459)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
hustedj@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216
Expedite Filing (two business day processing time)
Requires an additional \$100.00
P.O. Box 1390
Columbus, OH 43216

For screen readers, follow instructions located at this path.

Certificate for Conversion for Entities Converting Within or Off the Records of the Ohio Secretary of State

Filing Fee: \$99
Form Must Be Typed

(CHECK ONLY ONE (1) BOX)

(1) <input checked="" type="checkbox"/> Converting <u>Within</u> The Records of the Ohio Secretary of State	(2) <input type="checkbox"/> Converting <u>Off</u> The Records of the Ohio Secretary of State (187-VXX)
---	---

Name of the converting entity	Newton Software, Inc.
Jurisdiction of Formation	Ohio
Charter/Registration Number	2445521

The converting entity is a:
(Check Only (1) One Box)

<input type="checkbox"/> Domestic Nonprofit Corporation	<input type="checkbox"/> Partnership
<input checked="" type="checkbox"/> Domestic For-Profit Corporation	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Foreign Nonprofit Corporation	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign For-Profit Corporation	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Domestic Nonprofit Limited Liability Company	<input type="checkbox"/> Foreign Limited Liability Partnership
<input type="checkbox"/> Foreign Nonprofit Limited Liability Company	
<input type="checkbox"/> Domestic For-Profit Limited Liability Company	
<input type="checkbox"/> Foreign For-Profit Limited Liability Company	

The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.

RECEIVED
STATE SECRETARY OF STATE
2019 MAR 21 PM 3:25
CLIENT SERVICE CENTER
CLIENT SERVICE CENTER

Name of the converted entity	Newton Software, LLC
Jurisdiction of Formation	Ohio
The converted entity is a: (Check Only (1) One Box)	
<input type="checkbox"/> Domestic For-Profit Corporation	<input type="checkbox"/> Partnership
<input type="checkbox"/> Domestic Professional Association	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Foreign Nonprofit Corporation	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign For-Profit Corporation	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Domestic Nonprofit Limited Liability Company	<input type="checkbox"/> Foreign Limited Liability Partnership
<input type="checkbox"/> Foreign Nonprofit Limited Liability Company	
<input checked="" type="checkbox"/> Domestic For-Profit Limited Liability Company	
<input type="checkbox"/> Foreign For-Profit Limited Liability Company	

Effective Date (Optional)	(The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)	
Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.		
Paycor, Inc.		
Name		
4811 Montgomery Road		
Mailing Address		
Cincinnati	Ohio	45212
City	State	Zip Code

Required information that must accompany conversion certificate if box 2 is checked		
If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.		
Name of Statutory Agent		
Mailing Address		
City	OH	ZIP Code
	State	

See instructions for additional filing requirements if

- (1) the conversion creates a new domestic entity,
- (2) the converted entity is a foreign entity that desires to transact business in Ohio; or
- (3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required
Must be signed by an
authorized representative.

Newton Software Inc
Signature

Margaret M Reynolds
By (if applicable)

Margaret M Reynolds
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Complete the information in this section.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities.

Newton Software, Inc.

Name of Corporation

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of section 1701.95 of the ORC.

<p>Agency Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, Ohio 43215</p> <p>Date Notified (MM/DD/YYYY) 01/31/2019</p> <p><small>* Only required for domestic for-profit corporations</small></p>	<p>Agency Ohio Job & Family Services Status and Liability Section Data Correspondence Control Fax: 614-752-4811 Phone: 614-468-2319</p> <p>Date Notified (MM/DD/YYYY) 01/31/2019</p> <p>Overnight Address: P.O. Box 182413 Columbus, OH 43218-2413</p> <p>Regular Address: P.O. Box 182413 Columbus, OH 43218-2413</p>
<p>Agency Ohio Department of Taxation Taxpayer Services/Tax Release Unit P.O. Box 182382 Columbus, OH 43218-2382 Dissolution@tax.state.oh.us</p> <p>Date Notified (MM/DD/YYYY) []</p> <p><small>* Complete this date notified field only if the corporation is a domestic non-profit corporation or foreign corporation. * Note: Domestic for-profit corporations must submit with this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.</small></p>	<p>The corporation is not required to pay or the <input checked="" type="checkbox"/> department of taxation has not assessed any personal property tax.</p>

Note: This affidavit must be signed by one or more persons executing the certificate or by an officer of the corporation.

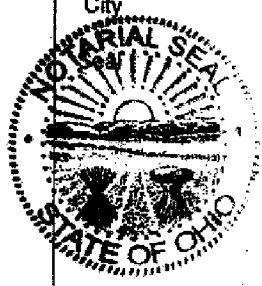
Signature Margaret M Reynolds Title VP, Controller

Name Margaret M Reynolds

Mailing Address 4811 Montgomery Road

City Cincinnati State Ohio ZIP Code 45212

Sworn to and subscribed in my presence on this date (MM/DD/YYYY) 01/31/2019



ALLISON WHITMORE
Notary Public, State of Ohio
My Commission Expires 12-05-2022

Allison Whitmore
Notary Public

Date Commission Expires (MM/DD/YYYY) 12-05-2022

AFFIDAVIT OF PERSONAL PROPERTY

State of

County of

Name of Officer

Title of Officer

of

Name of Corporation

and that this affidavit is made in compliance with Ohio Revised Code Section

That above-named corporation: (Check one (1) of the following)

- Has no personal property in any county in Ohio
- Is the type required to pay personal property taxes to state authorities only
- Has personal property in the following county (ies)

County

County

County

Signature

Title

Sworn to and subscribed in my presence on this date (MM/DD/YYYY)



ALLISON WHITMORE
Notary Public, State of Ohio
My Commission Expires 12-05-2022

Notary Public

Date Commission Expires (MM/DD/YYYY)



PO Box 182382
Columbus, OH 43218-2382
tax.ohio.gov



ROBERT COUGHLIN
295 SUNNY ACRES DR
CINCINNATI, OH 45255
USA

March 13, 2019
Contact ID: 9823477543

RE: Certificate of Tax Clearance
Entity Name: Newton Software Inc
Ohio Charter # 2445621
Certificate Issue Date: 03/13/2019

This certificate confirms the above-referenced entity filed all tax returns and paid in full all taxes and fees administered by the Tax Commissioner through the certificate issue date referred to above.

This certificate does not preclude the Department from issuing a bill and/or assessment against the entity for any tax returns and/or tax liabilities and fees that become due after the certificate issue date. Also, this certificate does not preclude the Department from conducting an examination or audit for any period ending prior to the date this certificate is filed with the Ohio Secretary of State.

This Certificate of Tax Clearance is valid for thirty (30) days from the certificate issue date and must be filed along with all forms prescribed by the Ohio Secretary of State.

Jeffrey A. McClain
Tax Commissioner

If you have any questions, please contact us.

Tax Release Unit
Phone: 1-855-995-4422
Fax: 1-206-984-0378
TTY/TDD: 1-800-750-0750

Form 533A Prescribed by:

JON HUSTED
Ohio Secretary of State



Toll Free: (877) 609-FILE (877-687-4658)
Central Office: (614) 465-3910
www.OHIOSecretaryofState.gov
j.husted@OHIOSecretaryofState.gov
File online or for more information: www.OHIOStateCentral.com

Mail this form to one of the following:

Regular Filing (not expedited)
P.O. Box 998
Columbus, OH 43268

Expedite Filing (file business day processing time)
Requires an additional \$100.00

P.O. Box 1389
Columbus, OH 43268

For screen readers, follow instructions located at this path:

Articles of Organization for a Domestic Limited Liability Company

Filing Fee: \$99

Form Must Be Typed

CHECK ONLY ONE (1) BOX

(1) Articles of Organization for Domestic
 For-Profit Limited Liability Company
(115-LCA)

(2) Articles of Organization for Domestic
 Nonprofit Limited Liability Company
(115-LCA)

Name of Limited Liability Company **Newton Software, LLC**

(Name must include one of the following words or abbreviations:
"limited liability company," "limited," "LLC," "LLC," "Ltd.," or "Ltd.")

Optional: Effective Date (MM/DD/YYYY)

(The legal existence of the corporation begins upon the
filing of the articles or on a later date specified that is not
more than ninety days after filing.)

Optional: This limited liability company shall exist for **Perpetual**
Period of Existence

Optional: Purpose

The purpose of this Limited Liability Company is to engage in any lawful activity for which a Limited Liability
Company may be organized in Ohio.

**** Note for Nonprofit LLCs**

The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax
exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit limited
liability company secures the proper state and federal tax exemptions. These agencies may require that a purpose clause
be provided. **

RECEIVED
SECRETARY OF STATE
2018 MAR 21 PM 3:26
SERVICE CENTER

Original Appointment of Statutory Agent

The undersigned authorized member(s), manager(s) or representative(s) of

Newton Software, LLC

(Name of Limited Liability Company)

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:

Corporation Service Company

(Name of Statutory Agent)

50 West Broad Street, Suite 1330

(Mailing Address)

Columbus

(Mailing City)

OH

(Mailing State)

43215

(Mailing ZIP Code)

Acceptance of Appointment

The Undersigned,

Corporation Service Company

(Name of Statutory Agent)

, named herein as the

Statutory agent for

Newton Software, LLC

(Name of Limited Liability Company)

hereby acknowledges and accepts the appointment of statutory agent for said limited liability company.

Statutory Agent Signature

Corporation Service Company

By:



(Individual Agent's Signature / Signature on Behalf of Business Serving as Agent)

Elizabeth A. Smith, Assistant Vice President

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required:

Articles and original appointment of agent must be signed by a member, manager, or other representative.

If the authorized representative is an individual, then they must sign in the "signature" box and print his/her name in the "Print Name" box.

If the authorized representative is a business entity, not an individual, then please print the entity name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print his/her name and title/authority in the "Print Name" box.

Marcus Mikavics
Signature

By (if applicable)

Barbara M. Reynolds
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name