

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM738414

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ENTITY CONVERSION
RESUBMIT DOCUMENT ID:	900691986

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bottom Line Systems, Inc.		03/03/2016	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Bottom Line Systems, LLC
Street Address:	541 Buttermilk Pike, Suite 401
City:	Crescent Springs
State/Country:	KENTUCKY
Postal Code:	41017
Entity Type:	Limited Liability Company: KENTUCKY

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2641705	BOTTOM LINE SYSTEMS INC. BLS

CORRESPONDENCE DATA**Fax Number:**

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.

Phone: 800-494-5225
Email: ipteam@cogencyglobal.com
Correspondent Name: Stewart Walsh
Address Line 1: 1025 Connecticut Ave NW, Suite 712
Address Line 2: COGENCY GLOBAL Inc.
Address Line 4: Washington, D.C. 20036

ATTORNEY DOCKET NUMBER:	1657900
NAME OF SUBMITTER:	Adalia Wu
SIGNATURE:	/Adalia Wu/
DATE SIGNED:	07/01/2022

Total Attachments: 5

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Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Certificate of Existence

Authentication number: 173911
Visit <https://app.sos.ky.gov/ftshow/certvalidate.aspx> to authenticate this certificate.

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

BOTTOM LINE SYSTEMS, LLC

is a limited liability company duly organized and existing under KRS Chapter 14A and KRS Chapter 275, whose date of organization is May 8, 1996 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 14A.6-010 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 3rd day of March, 2016, in the 224th year of the Commonwealth.



Alison Lundergan Grimes

Alison Lundergan Grimes
Secretary of State
Commonwealth of Kentucky
173911/0415862

TRADEMARK
REEL: 007754 FRAME: 0025

0415862.06

amcray
ADD

Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
3/3/2016 11:47 AM
Fee Receipt: \$40.00

ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY

ARTICLE I

The name of the limited liability company shall be BOTTOM LINE SYSTEMS, LLC. Its former name was Bottom Line Systems, Inc., a Kentucky corporation, which was converted into a limited liability company.

ARTICLE II

The street address of the limited liability company's initial registered office in Kentucky is 306 West Main Street, Suite 512, Frankfort, KY 40601, and the name of the initial registered agent at that office is Business Filings Incorporated.

ARTICLE III

The mailing address of the limited liability company's initial principal office is 541 Buttermilk Pike, Suite 401, Crescent Springs, KY 41017.

ARTICLE IV

The limited liability company is to be managed by a manager.

ARTICLE V

This application will be effective upon its filing with the Kentucky Secretary of State.

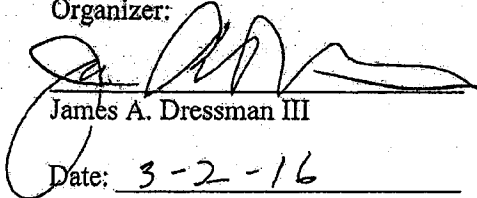
ARTICLE VI

The conversion was adopted by the shareholder, and the voting information is listed below:

- (a) The number of votes entitled to be cast on the proposal to convert: 38,700.
- (b) The number of votes cast for the conversion: 38,700.
- (c) The number votes cast against the conversion: 0.

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

Organizer:


James A. Dressman III
Date: 3-2-16

Business Filings Incorporated consents to serve as the registered agent on behalf of the limited liability company.

Business Filings Incorporated

By: Mary Jo Spalinger

Name: Mary Jo Spalinger

Title: Assistant Secretary

Date: 3-3-16

BOTTOM LINE SYSTEMS, INC.
PLAN OF CONVERSION

This plan of conversion is adopted by **Bottom Line Systems, Inc.**, a Kentucky corporation (the "Company"), this 2nd day of March, 2016.

WHEREAS, the board of directors of the Company has determined that it is advisable and in the best interests of the Company and its shareholders to convert the Company from a Kentucky corporation to a Kentucky limited liability company (the "Conversion");

WHEREAS, in order to effect the Conversion, the board of directors has approved and the sole shareholder of the Company has adopted this Plan of Conversion.

NOW THEREFORE, in consideration of the promises and covenants contained herein, the Company agrees to the terms of the conversion as hereinafter set forth:

1. **Conversion.** Pursuant to Section 275.376 of the Kentucky Revised Statutes, the Company shall be converted into a limited liability company. The name of the limited liability company shall be **Bottom Line Systems, LLC** (the "LLC").
2. **Effective Date.** This Conversion shall be effective upon its filing with the Kentucky Secretary of State. (the "Effective Date")
3. **Organizational Documents.** The articles of organization attached as Exhibit B hereto shall be the articles of organization of the LLC. The operating agreement attached as Exhibit C hereto shall be the Operating Agreement of the LLC.
4. **Conversion of Stock.** At the time of Conversion, each share of common stock of the Company, without any action on the part of the shareholder, shall be converted into one unit of membership interest in the LLC.
5. **Effect of Conversion.** On the Effective Date, (a) all property and contract rights owned by, and all rights, privileges, and immunities of the Company shall remain vested in the LLC without assignment, reversion or impairment; (b) all obligations of the Company shall continue as obligations of the LLC; (c) any action or proceeding pending against the Company may be continued as if the Conversion had not occurred, and the name of the LLC may be substituted in any pending action or proceeding for the name of the Company; and (d) the written operating agreement of the LLC shall be binding upon each person who becomes a member of the LLC.

IN WITNESS WHEREOF, the Company has duly executed this plan of conversion the day and year first written above.

BOTTOM LINE SYSTEMS, INC.

By: 

Name: Robert M. Hoffer

Title: Secretary