

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM747785

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Red Ampersand, Inc.		07/29/2021	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Red Ampersand, LLC		
<b>Street Address:</b>	8306 Wilshire Blvd.		
<b>Internal Address:</b>	Suite 622		
<b>City:</b>	Beverly Hills		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90211		
<b>Entity Type:</b>	Limited Liability Company: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6123859	COVERFLY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	415-932-6557 x1		
<b>Email:</b>	owen@crownlp.com		
<b>Correspondent Name:</b>	Owen Seitel		
<b>Address Line 1:</b>	155 Montgomery St.		
<b>Address Line 2:</b>	Suite 1401		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94104		
<b>NAME OF SUBMITTER:</b>	Owen Seitel		
<b>SIGNATURE:</b>	/Owen Seitel/		
<b>DATE SIGNED:</b>	08/11/2022		
<b>Total Attachments: 1</b>			
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OP \$40.00 6123859



State of California Secretary of State

3971518 - Out

Limited Liability Company Articles of Organization - Conversion

LLC-1A

File #

202121510002

FILED Secretary of State State of California JUL 29 2021

D1680762

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Red Ampersand, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager More Than One Manager All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA

8306 Wilshire Blvd., Ste 622

City State Zip Code Beverly Hills CA 90211

5. Initial Mailing Address of Limited Liability Company, if different from Item 4

City State Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process PARACORP INCORPORATED (C1082536)

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box City State Zip Code CA

c. If an individual, Mailing Address of Agent for Service of Process City State Zip Code

Converting Entity Information

7. Name of Converting Entity Red Ampersand, Inc.

8. Form of Entity Corporation 9. Jurisdiction California 10. CA Secretary of State Entity Number, if any C3971518

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote. AND The percentage vote required of each class. Common Stock - 1,212,018 50.1

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person John Rhodes Scot Lawrie

John Rhodes, President Type or Print Name and Title of Authorized Person Scot Lawrie, Secretary Type or Print Name and Title of Authorized Person