

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM751879

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TouchTunes Music Corporation		07/31/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	TouchTunes Music Company, LLC		
Street Address:	850 Third Avenue		
Internal Address:	15th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Liability Company: FLORIDA		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	3990226	ALLEGRO	
Registration Number:	3658975	ALLEGRO MX-1	
Registration Number:	5581392	ANGELINA	
Registration Number:	3860768	MAESTRO	
Registration Number:	3506600		
Registration Number:	6694621	MUSIC@WORK	
Registration Number:	3332546	MYTOUCHTUNES	
Registration Number:	6266977	OG OCTAVE GROUP	
Registration Number:	3534436	OVATION	
Registration Number:	4701370	PLAYDIUM	
Registration Number:	2611127	TOUCHTUNES	
Registration Number:	4708795	TOUCHTUNES	
Registration Number:	3367040	TOUCHTUNES	
Registration Number:	2753360	TOUCHTUNES MUSIC CORPORATION	
Registration Number:	2903715	TUNE CENTRAL	
Registration Number:	4498276	VIRTUO	
Serial Number:	90801360	OCTAVE GROUP	

OP \$440.00 3990226

CORRESPONDENCE DATA**Fax Number:** 7038164100*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:** 703-816-4000**Email:** csmith@nixonvan.com**Correspondent Name:** Nixon & Vanderhye, PC**Address Line 1:** 11th Floor**Address Line 2:** 901 N. Glebe Rd.**Address Line 4:** Arlington, VIRGINIA 22203

NAME OF SUBMITTER:	Joseph S. Presta
SIGNATURE:	/Joseph S. Presta/
DATE SIGNED:	08/26/2022

Total Attachments: 6

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 26, 2022

CORPORATION SERVICE COMPANY

Re: Document Number L22000326832

The Articles of Conversion and Articles of Organization were filed July 25, 2022, effective July 31, 2022, with an organizational date deemed effective October 21, 2006, for TOUCHTUNES MUSIC COMPANY, LLC, the resulting Florida Limited Liability Company.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added. **It is your responsibility to remember to file your annual report in a timely manner.**

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to www.irs.gov.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6051, the Registration Filing Section.

Summer Chatham
Regulatory Specialist II
Division of Corporations

Letter Number: 622A00016618

Account number: I20000000195

Amount charged: 150.00

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, FL 32309

TRADEMARK
REEL: 007834 FRAME: 0879

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TouchTunes Music Company, LLC

(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Jan R. Ezell, Corporate Paralegal

(Contact Person)

Alston & Bird LLP

(Firm/Company)

1201 West Peachtree Street

(Address)

Atlanta, GA 30309-3424

(City, State and Zip Code)

pschoenfeld@touchtunes.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Jan R. Ezell at (404) 881-7442

(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 Filing Fees, Certified Copy, and Certificate of Status

Mailing Address:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

22 JUL 25 PM 6:26

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity" into a Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
TouchTunes Music Corporation

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Delaware
(Enter state, or if a non-U.S. entity, the name of the country)

on October 31, 2006
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

TouchTunes Music Company, LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: 7/31/2022

(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

22 JUL 25 PM 6:26

Signed this 25th day of July 2022

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Advait Kotecha
Printed Name: Advait Kotecha Title: Chief Financial Officer

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: Advait Kotecha
Printed Name: Advait Kotecha Title: Chief Financial Officer

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

22 JUL 25 PM 6:26

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

TouchTunes Music Company, LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

850 Third Avenue, 15th Floor
New York, NY 10022

850 Third Avenue, 15th Floor
New York, NY 10022

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Corporation Service Company
Name

1201 Hays Street
Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 32301
City Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S..

Eylimo Baker
Assistant Vice President

Registered Agent's Signature (REQUIRED)

(CONTINUED)

22 JUL 25 PM 6:26

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

AMBR

Name and Address:

TouchTunes Music Group, LLC

850 Third Avenue, 15th Floor

New York, NY 10022

(Use attachment if necessary)

ARTICLE V: Other provisions, if any.

REQUIRED SIGNATURE:

DocuSigned by:

Advait Kotecha

1851104811A64E3...

Signature of a member or an authorized representative of a member

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Advait Kotecha

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

2022 AUG 25 PM 6:26