

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion of California LLC to Delaware Corporation		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	2KDirect LLC		10/08/2008
	Entity Type LIMITED LIABILITY COMPANY: CALIFORNIA		
RECEIVING PARTY DATA			
Name:	2KDirect, Inc.		
Street Address:	3000 Broad Street, Suite 115		
City:	San Luis Obsipo		
State/Country:	CALIFORNIA		
Postal Code:	93401		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3132806	ADXPRT
CORRESPONDENCE DATA			
Fax Number:	2063599000		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	206-359-8000		
Email:	pctrademarks@perkinscoie.com		
Correspondent Name:	James L. Vana of Perkins Coie LLP		
Address Line 1:	1201 Third Avenue, Suite 4900		
Address Line 4:	Seattle, WASHINGTON 98101		
ATTORNEY DOCKET NUMBER:	42889-4000.0003.US001		
NAME OF SUBMITTER:	James L. Vana		
Signature:	/James L. Vana/		

Date:

08/20/2012

Total Attachments: 3

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STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW

1. The jurisdiction where the Limited Liability Company first formed is California.
2. The jurisdiction prior to filing this Certificate is California.
3. The date the Limited Liability Company first formed is December 1, 2003.
4. The name of the Limited Liability Company immediately prior to filing this Certificate is 2KDirect LLC.
5. The name of the Corporation as set forth in the Certificate of Incorporation is 2KDirect, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company has executed this Certificate on this 8th day of October, 2008.

By: 
Joe Bonzi, Manager

CERTIFICATE OF INCORPORATION
OF
2KDIRECT, INC.

ARTICLE I

The name of the corporation is 2KDirect, Inc.

ARTICLE II

The address of the registered office of the corporation in the State of Delaware is 160 Greentree Drive, Suite 101, in the City of Dover 19904, County of Kent, and the name of its registered agent at that address is National Registered Agents, Inc.

ARTICLE III

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law of the State of Delaware.

ARTICLE IV

1. **Authorization of Shares.** This corporation is authorized to issue two (2) classes of shares, designated "*Common Stock*" and "*Preferred Stock*". The total number of shares of Common Stock authorized to be issued is 30,000,000 shares, \$0.001 par value per share. The total number of shares of Preferred Stock authorized to be issued is 15,000,000 shares, \$0.001 par value per share.

2. **Preferred Stock.** The Preferred Stock may be issued from time to time in one or more series. The board of directors (the "Board of Directors") of this corporation is expressly authorized to provide for the issue of all or any of the remaining shares of the Preferred Stock in one or more series, and to fix the number of shares and to determine for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences, and relative, participating, optional or other rights and such qualifications, limitations or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board of Directors providing for the issue of such shares. The Board of Directors is also expressly authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares issued of any series. In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series.

ARTICLE V

The Board of Directors of the corporation shall have the power to adopt, amend or repeal Bylaws of the corporation.

ARTICLE VI

Election of directors need not be by written ballot unless the Bylaws of the corporation shall so provide.

ARTICLE VII

To the fullest extent permitted by law, no director of the Corporation shall be personally liable for monetary damages for breach of fiduciary duty as a director. Without limiting the effect of the preceding sentence, if the Delaware General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of a director, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended.

Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article VIII, shall eliminate, reduce or otherwise adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such amendment, repeal or adoption of such an inconsistent provision.

ARTICLE VIII

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE IX

The name and mailing address of the incorporator of the Corporation is: Joe Bonzi, 3000 Broad Street, Suite 115, San Luis Obispo, CA 93401.

DATE: October 8, 2008

A handwritten signature in cursive script, appearing to read "Joe Bonzi", is written over a horizontal line.

Joe Bonzi, Incorporator