

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM341263

|   |                       |                       |                    |
|---|-----------------------|-----------------------|--------------------|
| <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> |
| Basic Engineering, P.C.   |                       | 05/05/2015            | CORPORATION: IDAHO |
| <b>RECEIVING PARTY DATA</b>   |                       |                       |                    |
| <b>Name:</b>  | BASICSOFT, Inc.       |                       |                    |
| <b>Street Address:</b>  | PO Box 403            |                       |                    |
| <b>City:</b>  | Fruitland             |                       |                    |
| <b>State/Country:</b>   | IDAHO                 |                       |                    |
| <b>Postal Code:</b>   | 83619                 |                       |                    |
| <b>Entity Type:</b>   | CORPORATION: IDAHO    |                       |                    |
| <b>PROPERTY NUMBERS Total: 1</b>  |                       |                       |                    |
| <b>Property Type</b>  | <b>Number</b>         | <b>Word Mark</b>      |                    |
| <b>Serial Number:</b>   | 86328563              | BASICSAFE             |                    |
| <b>CORRESPONDENCE DATA</b>  |                       |                       |                    |
| <b>Fax Number:</b>  | 2083881300            |                       |                    |
| <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>   | 208-388-1200          |                       |                    |
| <b>Email:</b>   | bjh@givenspursley.com |                       |                    |
| <b>Correspondent Name:</b>  | Brian J. Holleran     |                       |                    |
| <b>Address Line 1:</b>  | 601 W. Bannock St.    |                       |                    |
| <b>Address Line 4:</b>  | Boise, IDAHO 83702    |                       |                    |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 12638-1               |                       |                    |
| <b>NAME OF SUBMITTER:</b>   | Brian J. Holleran     |                       |                    |
| <b>SIGNATURE:</b>   | /Brian J. Holleran/   |                       |                    |
| <b>DATE SIGNED:</b>   | 05/14/2015            |                       |                    |
| <b>Total Attachments: 5</b>   |                       |                       |                    |
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STATEMENT OF CONVERSION

2015 MAY -4 PM 1:48

SECRETARY OF STATE  
STATE OF IDAHO

THIS STATEMENT OF CONVERSION (the "Statement"), effective as of the 25 day of February, 2015 (the "Effective Date"), involving Basic Engineering, P.C., an Idaho professional service corporation (the "Converting Entity"), which is being converted into BASICSOFT, Inc., an Idaho general business corporation (the "Converted Entity"), and is intended to comply with Idaho Code Section 30-18-401 *et seq.*

1. Name, Jurisdiction and Type of Converting Entity. The name of the Converting Entity is Basic Engineering, P.C., an Idaho professional service corporation.
2. Name, Jurisdiction and Type of Converted Entity. The Converted Entity shall be named BASICSOFT, Inc., an Idaho general business corporation.
3. Effective Date. The effective date of the Conversion shall be the date of filing hereof.
4. Approval of Plan of Conversion. The plan of conversion was approved in accordance with Section 30-18-405(d) of the Idaho Entity Transactions Act.
5. Proposed Public Organic Document. A true and correct copy of the proposed Articles of Incorporation of the Converted Entity is attached hereto and incorporated herein as **Attachment A.**

IN WITNESS WHEREOF, the undersigned executes this Statement on behalf of Basic Engineering, P.C., an Idaho professional service corporation, and BASICSOFT, Inc., an Idaho general business corporation, as of the day first set forth above.


[Signature Page Follows]

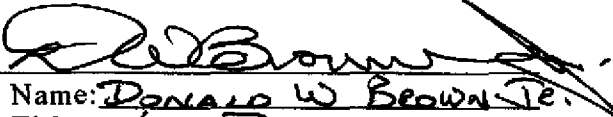
IDAHO SECRETARY OF STATE  
05/05/2015 05:00  
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C152505

**CONVERTING ENTITY:**


**BASIC ENGINEERING, P.C.,**  
an Idaho professional service corporation

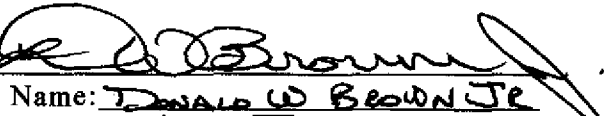
By   
Name: Kevin Shoemaker  
Title: President

By   
Name: DONALD W BROWN JR.  
Title: VICE PRESIDENT

**CONVERTED ENTITY:**

**BASICSOFT, INC.,**  
an Idaho general business corporation

By   
Name: Kevin Shoemaker  
Title: President

By   
Name: DONALD W BROWN JR  
Title: VICE PRESIDENT

**ATTACHMENT A**

**Articles of Incorporation**

[see attached]

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION  
OF  
BASICSOFT, INC.**

2015 MAY -4 PM 1:48

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLE I  
NAME**

The name of the corporation is BASICSOFT, Inc. (the "Corporation").

**ARTICLE II  
AUTHORIZED SHARES**

The Corporation shall be authorized to issue ten thousand (10,000) shares of common stock having no par value.

**ARTICLE III  
BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732 of the Idaho Business Corporation Act (the "Act"). The number of directors constituting the initial board of directors shall be two (2), and the name and address of the individuals to serve as the initial directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

| <u>Name</u>     | <u>Address</u>                      |
|-----------------|-------------------------------------|
| Kevin Shoemaker | P.O. Box 403<br>Fruitland, ID 83619 |
| Don Brown       | P.O. Box 403<br>Fruitland, ID 83619 |

**ARTICLE IV  
INDEMNIFICATION**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Act permitted the Corporation to provide prior to such amendment).

*C205815*

**ARTICLE V  
LIMITATION OF LIABILITY**

No director shall be liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of section 30-1-833 of the Act; or (iv) an intentional violation of criminal law.

**ARTICLE VI  
REGISTERED AGENT**

The address of the registered office of the Corporation is 7170 Denver Road, Fruitland, Idaho 83619, and the name of its registered agent at that address is Kevin Shoemaker.

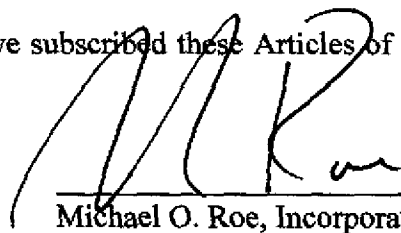
**ARTICLE VII  
INCORPORATOR**

The name of the incorporator is Michael O. Roe, and the incorporator's address is P.O. Box 2720, Boise, Idaho 83701-2720.

**ARTICLE VIII  
AMENDMENT**

These Articles of Incorporation may be amended from time to time in the manner provided under section 30-1-1003 of the Act.

In witness whereof, I have subscribed these Articles of Incorporation this 25 day of February, 2015.

  
\_\_\_\_\_  
Michael O. Roe, Incorporator

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