

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM345502

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Premier One Emergency Centers, LLC		06/09/2015	LIMITED LIABILITY COMPANY: TEXAS
RECEIVING PARTY DATA			
Name:	Premier One Emergency Centers, Inc.		
Street Address:	1415 Legacy Drive, Suite 250		
City:	Frisco		
State/Country:	TEXAS		
Postal Code:	75034		
Entity Type:	CORPORATION: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	86049841	1P	
Serial Number:	86049842	A LEVEL ABOVE THE REST	
Serial Number:	86261877	PREMIER ONE EMERGENCY CENTERS	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Phone:	214.651.5248		
Email:	ipdocketing@haynesboone.com		
Correspondent Name:	David Bell		
Address Line 1:	2323 Victory Avenue, Suite 700		
Address Line 4:	Dallas, TEXAS 75219		
ATTORNEY DOCKET NUMBER:	50820.4		
NAME OF SUBMITTER:	David Bell		
SIGNATURE:	/David Bell/		
DATE SIGNED:	06/23/2015		
Total Attachments: 7			
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Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Premier One Emergency Centers, Inc.
Filing Number: 802231769

Certificate of Conversion

June 09, 2015

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 11, 2015.



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos H. Cascos
Secretary of State

**Form 636
(Revised 05/11)**

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See Instructions



**Certificate of Conversion
of a
Limited Liability Company
Converting
to a
Corporation**

This space reserved for office use.

FILED
in the Office of the
Secretary of State of Texas

JUN 09 2015

Corporations Section

Converting Entity Information

The name of the converting limited liability company is:

PREMIER ONE EMERGENCY CENTERS, LLC

The jurisdiction of formation of the limited liability company is : **TEXAS**

The date of formation of the limited liability company is: **AUGUST 26, 2013**

The file number, if any, issued to the limited liability company by the secretary of state is: **802010731**

Plan of Conversion—Alternative Statements

The limited liability company named above is converting to a: for-profit corporation
 professional corporation nonprofit corporation. The name of the corporation is:

PREMIER ONE EMERGENCY CENTERS, INC.

The corporation will be formed under the laws of : **TEXAS**

The plan of conversion is attached.

If the plan of conversion is not attached, the following statements must be completed.

Instead of attaching the plan of conversion, the limited liability company certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the limited liability company, the converting entity. The address of the principal place of business of the limited liability company is:

1415 LEGACY DRIVE, SUITE 250	FRISCO	TX	USA	75034
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

A signed plan of conversion will be on file after the conversion at the principal place of business of the corporation, the converted entity. The address of the principal place of business of the corporation is:

1415 LEGACY DRIVE, SUITE 250	FRISCO	TX	USA	75034
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

A copy of the plan of conversion will be furnished on written request without cost by the converting

entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

Certificate of Formation for the Converted Entity

The converted entity is a Texas corporation. The certificate of formation of the Texas corporation is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the limited liability company.

In lieu of providing the tax certificate, the corporation as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: JUNE 9 , 2015

SCOTT PICKETT, MANAGER OF
PREMIER ONE EMERGENCY CENTERS, LLC



Signature and title of authorized person on behalf of the converting entity

**CERTIFICATE OF FORMATION
OF
PREMIER ONE EMERGENCY CENTERS, INC.
a Texas for-profit corporation**

FILED
In the Office of the
Secretary of State of Texas

JUN 09 2015

Corporations Section

ARTICLE 1 – Entity Name and Type

The name of the entity is Premier One Emergency Centers, Inc. The filing entity being formed is a for-profit corporation.

ARTICLE 2 – Registered Agent and Registered Office

The initial registered agent is an organization by the name of Capitol Corporate Services, Inc. The business address of the registered agent and the registered office address is 800 Brazos, Suite 400, Austin, Texas 78701.

ARTICLE 3 – Directors

The number of directors constituting the initial board of directors, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follow:

<u>Name</u>	<u>Address</u>
John A. Goodman	5 Cliff Trail Frisco, Texas 75034
Cayenne Goodman	5 Cliff Trail Frisco, Texas 75034
Scott Pickett	4742 Star Ridge Lane Frisco, Texas 75034

ARTICLE 4 – Authorized Shares

The total number of shares the corporation is authorized to issue is 100,000. The par value of each authorized share is \$0.01.

ARTICLE 5 – Purpose

The corporation is formed for the purpose of transacting all lawful purposes for which a for-profit corporation may be organized under the Texas Business Organizations Code.

ARTICLE 6 – Shareholder Voting

Any action of the corporation which, under the provisions of the Texas Business Organizations Code or any other applicable law, is required to be authorized or approved by the holders of any specified fraction which is in excess of one-half or any specified percentage which is in excess of fifty percent of the outstanding shares (or of any class or series thereof) of the corporation shall, notwithstanding any law, be deemed effectively and properly authorized or approved if authorized or approved by the vote of the holders of more than fifty percent of the outstanding shares entitled to vote thereon (or, if the holders of any class or series of the corporation's shares shall be entitled by the Texas Business Organizations Code or any other applicable law to vote thereon separately as a class, by the vote of the holders of more than fifty percent of the outstanding shares of each such class or series). Without limiting the generality of the foregoing, the foregoing provisions of this Article 6 shall be applicable to any required shareholder authorization or approval of: (i) any amendment to this Certificate of Formation; (ii) any plan of merger, share exchange, or reorganization involving the corporation; (iii) any sale, lease, exchange, or other disposition of all, or substantially all, the property and assets of the corporation; and (iv) any voluntary dissolution of the corporation.

Nothing contained in this Article 6 is intended to require shareholder authorization or approval of any action of the corporation whatsoever unless such approval is specifically required by the other provisions of this Certificate of Formation, the Bylaws of the corporation, or by the Texas Business Organizations Code or other applicable law.

ARTICLE 7 – Effectiveness of Filing

This Certificate of Formation becomes effective when it is filed by the Texas Secretary of State.

ARTICLE 8 – Organizer

The name and address of the organizer of the corporation are as follow:

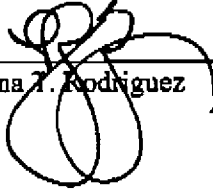
Christina T. Rodriguez
Haynes and Boone, LLP
2323 Victory Avenue, Suite 700
Dallas, Texas 75219

ARTICLE 9 – Formation Under Plan of Conversion

The corporation is being formed under a plan of conversion in accordance with Chapter 10 of the Texas Business Organizations Code. The corporation was originally formed as a Texas corporation on August 26, 2013. The corporation which was originally formed as a Texas corporation on August 26, 2013 was converted into a Texas limited liability company on June 16, 2014. The name of the converting entity is Premier One Emergency Centers, LLC and its address is 1415 Legacy Dr., Suite 250, Frisco, Texas 75034.

IN WITNESS WHEREOF, the undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument on the 9th day of June, 2015.

ORGANIZER:



Christina J. Rodriguez

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Carlos H. Cascos
Secretary of State

Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Premier One Emergency Centers, LLC
File Number: 802010731

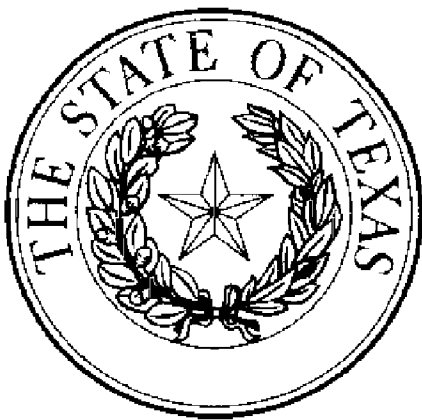
Converting it to

Premier One Emergency Centers, Inc.
File Number: 802231769

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 06/09/2015

Effective: 06/09/2015



A handwritten signature in black ink, appearing to read "C. Cascos".

Carlos H. Cascos
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555

Fax: (512) 463-5709

Prepared by: Jean Marchione

TID: 10340

Trademark Services
Document: 610529840002

RECORDED: 06/23/2015

REEL: 005558 FRAME: 0416