

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM362109

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rx.com Partners, LP		08/20/2015	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Rx.com Partners, LLC		
Street Address:	101 Jim Wright Freeway South		
Internal Address:	Suite 200		
City:	Fort Worth		
State/Country:	TEXAS		
Postal Code:	76108		
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2710200	RX.COM	
Registration Number:	3204249	AUTOFILL	
Registration Number:	3204250	AUTOMAIL	
CORRESPONDENCE DATA			
Fax Number:	8178780501		
<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:	817-878-0596		
Email:	tgwynne@whitakerchalk.com		
Correspondent Name:	Clark R. Cowley		
Address Line 1:	301 Commerce St.		
Address Line 2:	Suite 3500		
Address Line 4:	Fort Worth, TEXAS 76102		
ATTORNEY DOCKET NUMBER:	20007.000		
NAME OF SUBMITTER:	Clark R. Cowley		
SIGNATURE:	/clarkrcowley20007-00/		
DATE SIGNED:	11/12/2015		
Total Attachments: 5			

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Form 642
(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 Partnership Converting
to a
Limited Liability Company

This space reserved for office
use. **FILED**
In the Office of the
Secretary of State of Texas
AUG 20 2015
Corporations Section

Converting Entity Information

The name of the converting limited partnership is:
Rx.com Partners, LP

The jurisdiction of formation of the limited partnership is: Texas

The date of formation of the limited partnership is: September 23, 2003

The file number, if any, issued to the limited partnership by the secretary of state is: 800249770

Converted Entity Information

The limited partnership named above is converting to a limited liability company. The name of the limited liability company is:
Rx.com Partners, LLC

The limited liability company will be formed under the laws of: Texas

Plan of Conversion

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

Alternative Statements

In lieu of providing the plan of conversion, the converting limited partnership certifies that:

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

Street or Mailing Address City State Country Zip Code

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

Street or Mailing Address City State Country Zip Code

3. 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.

Form 642

RECEIVED
AUG 20 2015
Secretary of State

Certificate of Formation for the Converted Entity

If the converted entity is a Texas limited liability company, the certificate of formation of the Texas limited liability company must be 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

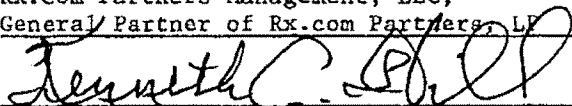
- Attached hereto is a certificate from the comptroller of public accounts that certifies that the converting entity is in good standing for purposes of conversion.
- In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code to execute the filing instrument.

Date: August 19, 2015

Rx.com Partners Management, LLC,
 General Partner of Rx.com Partners, LP


 Signature of authorized person (see instructions)

Kenneth A. Hill, Sr., President

 Printed or typed name of authorized person

PLAN OF CONVERSION FOR
RX.COM PARTNERS, LP

THIS PLAN OF CONVERSION (the "Plan") is entered on August 19, 2015 by Rx.com Partners, LP, a Texas limited partnership, which is converting to Rx.com Partners, LLC, a Texas limited liability company.

1. Rx.com Partners, LP hereby adopts this Plan of Conversion, in order to convert to Rx.com Partners, LLC, a Texas limited liability company.

2. By the conversion, Rx.com Partners, LP will continue its existence in the form of a Texas limited liability company.

3. Partnership interests in Rx.com Partners, LP will be converted to membership interests in Rx.com Partners, LLC on a straight one percentage membership interest for one percentage partnership interest exchange.

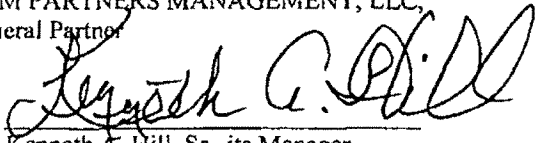
4. The Certificate of Formation of Rx.com Partners, LLC is attached as Exhibit "A" to this Plan and incorporated by reference.

5. The conversion will become effective on the filing of the Certificate of Conversion with the Texas Secretary of State.

Dated: August 19, 2015.

RX.COM PARTNERS, LP

By: RX.COM PARTNERS MANAGEMENT, LLC,
its General Partner

By: 
Kenneth A. Hill, Sr., its Manager

Corporations Section

EXHIBIT "A"

**CERTIFICATE OF FORMATION OF
RX.COM PARTNERS, LLC
A LIMITED LIABILITY COMPANY**

This certificate of formation is submitted for filing pursuant to the applicable provisions of the Texas Business Organizations Code.

Article I - Entity Name and Type

The name and type of filing entity being formed are *Rx.com Partners, LLC*, a Texas limited liability company (hereinafter "Company").

Article II - Purpose

The purpose for which the Company is organized is any lawful purpose which may be undertaken by the company in accordance with the applicable provisions of the Texas Business Organizations Code.

Article III - Registered Office and Registered Agent

The initial registered agent is an individual resident of the state whose name is **Mack Ed Swindle**. The business address of the initial registered agent and the initial registered office is: 301 Commerce Street, Suite 3500 Fort Worth, Texas 76102.

Article IV - Conversion

The Company is being formed pursuant to a plan of conversion. The name of the converting entity is Rx.com Partners, LP (the "Converting Entity"). The Converting Entity is a Texas limited partnership organized pursuant to the TBOC. The Converting Entity's date of formation was September 23, 2003. The filing number of the Converting Entity is 800249770. The address of the principal place of business of the Converting Entity is 101 Jim Wright Freeway, Suite 200, Fort Worth, Texas 76108.

Article V - Organizer

The name and address of the organizer is:

<u>Name</u>	<u>Address</u>
Mack Ed Swindle	301 Commerce Street, Suite 3500
Whitaker Chalk Swindle & Schwartz PLLC	Fort Worth, Texas 76102

Article VI - Governing Authority

The company shall be managed by its Manager(s). The name and address of the person who is to serve as Manager until the first annual meeting of the company's Members or until successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Kenneth A. Hill, Sr.	101 Jim Wright Freeway, Suite 200 Fort Worth, Texas 76108

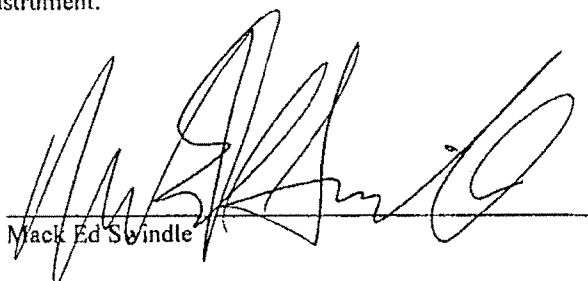
Article VII - Effective Date of Filing

This certificate of formation becomes effective when the document is filed by the secretary of state.

Article VIII - Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: August 19, 2015


Mack Ed Swindle