

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM377826

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Written Action of the Board of Governors of Kipsu, LLC		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Kipsu, LLC		12/16/2014	Limited Liability Company: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Kipsu, Inc.		
<b>Street Address:</b>	807 Broadway Street NE. Suite 230		
<b>City:</b>	Minneapolis		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55413		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4047025	KIPSU	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6126324444		
<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>	(612) 632-3375		
<b>Email:</b>	trademark@gpmlaw.com		
<b>Correspondent Name:</b>	Lori L. Wiese-Parks		
<b>Address Line 1:</b>	P. O. Box 2906		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402-0906		
<b>NAME OF SUBMITTER:</b>	Cynthia Hefferan, Paralegal		
<b>SIGNATURE:</b>	/Cynthia Hefferan/		
<b>DATE SIGNED:</b>	03/24/2016		
<b>Total Attachments: 4</b>			
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**WRITTEN ACTION  
OF THE BOARD OF GOVERNORS OF  
KIPSU, LLC**

**December 16, 2014**

The undersigned members of the Board of Governors of Kipsu, LLC, a Minnesota limited liability company (the "Company"), hereby take the following actions pursuant to Minnesota Statutes in lieu of a meeting:

**Sale of Assets for Shares in Wholly-Owned Subsidiary**

WHEREAS, the Board deems it to be in the best interests of the Company to sell and contribute all of the Company's assets, including but not limited to the assets listed on Exhibit A hereto (the "Contributed Assets"), to Kipsu, Inc., a Delaware corporation, in exchange for 52,069,445 shares of Kipsu, Inc. common stock, par value \$0.0001 per share, (the "Common Stock"); and

WHEREAS, after such contribution of Contributed Assets and issuance of capital stock, Kipsu, Inc. will be a wholly-owned subsidiary of the Company;

NOW THEREFORE, BE IT:

RESOLVED, that, in accordance with Section 322B.77 of the Minnesota Limited Liability Company Act, the Company be, and hereby is, authorized and empowered to sell and contribute the Contributed Assets to Kipsu, Inc. in exchange for 52,069,445 shares of Kipsu, Inc. Common Stock; and

FURTHER RESOLVED, that the officers of the Company be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver and file all such further agreements, certificates, instruments and documents, in the name and on behalf of the Company, and if requested or required, to pay or cause to be paid all expenses; to take all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to carry out the full intent and purposes of the foregoing resolutions; and

FURTHER RESOLVED, that any actions taken by the officers of the Company that are within the authority provided in the foregoing resolutions are hereby ratified and approved as the acts and deeds of the Company.

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**TRADEMARK**

**REEL: 005756 FRAME: 0974**

Kipsu, LLC  
Written Action of the Board of Governors  
December 16, 2014

**Change Name of Company – Amend Articles of Organization**

WHEREAS, the Company desires to change the name of the Company to Kipsu Founders, LLC;

NOW, THEREFORE, BE IT

RESOLVED, that the name of the Company shall be “Kipsu Founders, LLC”; and

FURTHER RESOLVED, that the Articles of Organization of the Company shall be amended to change the name of the Company to Kipsu Founders, LLC; and

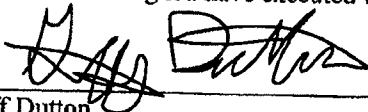
FURTHER RESOLVED, that the Company is authorized to execute and file with the Minnesota Secretary of State, articles of amendment of the Articles of Organization of the Company changing the name of the Company, in the form attached hereto as Exhibit B; and

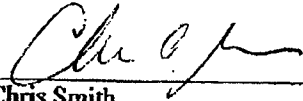
FURTHER RESOLVED, that the officers of the Company be, and each acting alone is, hereby authorized and instructed, for and on behalf of the Company, to take or cause to be taken any and all actions as such officers may deem necessary or advisable to carry out and perform the obligations of the Company and to carry out the purposes and intent of the foregoing resolution; and

FURTHER RESOLVED, that any actions taken by the officers of the Company which are within the authority provided in the foregoing resolutions are hereby ratified and approved as the acts and deeds of the Company.

Kipsu, LLC  
Written Action of the Board of Governors  
December 16, 2014

The undersigned have executed this Written Action effective as of December 16, 2014.

  
\_\_\_\_\_  
Geoff Dutton

  
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Chris Smith

Kipsu, LLC  
Written Action of the Board of Governors  
December 16, 2014

Exhibit A

**CONTRIBUTED ASSETS**

1. All intellectual property and related know-how, including trademark and patent applications;
2. All units in Kipsu Innovation Labs LLC, which constitutes the entire ownership interest of such company;
3. All contracts to which Kipsu, LLC is a party;
4. All agreements and relationships with vendors;
5. All goodwill; and
6. All other assets of the Company.