

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM450667

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LUX Fund Technology & Solutions, LLC		11/09/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	LUX Fund Technology & Solutions, Inc.		
Street Address:	110 West 40th Street		
Internal Address:	Suite 310		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4999946	LUX FTS	
Registration Number:	5009388	LUX TRANSCEND	
Serial Number:	87178603	LUX F · T · S	
Serial Number:	87975867	LUX F · T · S	
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:	5613300063		
Email:	cdempsey@dempseylegalsolutions.com		
Correspondent Name:	Dempsey Legal Solutions LLC		
Address Line 1:	50 East Road		
Address Line 2:	SUITE 6H		
Address Line 4:	Delray Beach, FLORIDA 33483		
NAME OF SUBMITTER:	Cecelia M Dempsey		
SIGNATURE:	/Cecelia M Dempsey/		
DATE SIGNED:	11/13/2017		
Total Attachments: 6			

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "LUX FUND TECHNOLOGY & SOLUTIONS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "LUX FUND TECHNOLOGY & SOLUTIONS, LLC" TO "LUX FUND TECHNOLOGY & SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF NOVEMBER, A.D. 2017, AT 3:45 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

5142606 8100V
SR# 20177021447

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203548264
Date: 11-09-17

TRADEMARK
REEL: 006203 FRAME: 0455

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "LUX FUND TECHNOLOGY & SOLUTIONS, INC." FILED IN THIS OFFICE ON THE NINTH DAY OF NOVEMBER, A.D. 2017, AT 3:45 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

5142606 8100V
SR# 20177021447

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203548264
Date: 11-09-17

TRADEMARK
REEL: 006203 FRAME: 0456

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION**

This Certificate of Conversion From A Limited Liability Company To A Corporation (this "**Certificate**") is being duly executed and filed by LUX Fund Technology & Solutions, LLC, a Delaware limited liability company (the "**Limited Liability Company**"), to convert the Limited Liability Company to a Delaware corporation to be named "LUX Fund Technology & Solutions, Inc." (the "**Corporation**"), under the Delaware Limited Liability Company Act, 6 *Del. C.* § 18-101 *et seq.* (the "**LLC Act**"), and the Delaware General Corporation Law, 8 *Del. C.* § 101 *et seq.* (the "**DGCL**").

1. The Limited Liability Company was first formed in Delaware under the LLC Act.
2. The date the Limited Liability Company was first formed was April 19, 2012.
3. The name of the Limited Liability Company immediately prior to filing this Certificate is LUX Fund Technology & Solutions, LLC.
4. The name of the Corporation after conversion as set forth in the Certificate of Incorporation filed in accordance with Section 265(b) of the DGCL is LUX Fund Technology & Solutions, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company has executed this Certificate on November 9, 2017.

LUX FUND TECHNOLOGY & SOLUTIONS, LLC
a Delaware limited liability company

By: /s/ Patrick Kehoe
Patrick Kehoe, Authorized Person

**CERTIFICATE OF INCORPORATION
OF
LUX FUND TECHNOLOGY & SOLUTIONS, INC.**

ARTICLE I

The name of the corporation is LUX Fund Technology & Solutions, Inc. (the "*Company*").

ARTICLE II

The address of the Company's registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The name of the registered agent at such address is The Corporation Trust Company.

ARTICLE III

The purpose of the Company is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law, as the same exists or as may hereafter be amended from time to time.

ARTICLE IV

This Company is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock the Company has authority to issue is 15,000,000 with par value of \$0.0001 per share.

ARTICLE V

The name and mailing address of the incorporator are as follows:

Patrick Kehoe
110 West 40th Street, Suite 310
New York, NY 10018

ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the Company is expressly authorized to make, alter, amend or repeal the bylaws of the Company.

ARTICLE VII

Elections of directors need not be by written ballot unless otherwise provided in the bylaws of the Company.

ARTICLE VIII

To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or as may hereafter be amended from time to time, a director of the Company shall not be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director. If the Delaware General Corporation Law is amended to authorize corporate action further eliminating or

limiting the personal liability of directors, then the liability of a director of the Company 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, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE IX

Subject to any provisions in the bylaws of the Company related to indemnification of directors or officers of the Company, the Company shall indemnify, to the fullest extent permitted by applicable law, any director or officer of the Company who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "*Proceeding*") by reason of the fact that he or she is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The Company shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

The Company shall have the power to indemnify, to the extent permitted by the Delaware General Corporation Law, as it presently exists or may hereafter be amended from time to time, any employee or agent of the Company who was or is a party or is threatened to be made a party to any Proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Company or is or was serving at the request of the Company as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

A right to indemnification or to advancement of expenses arising under a provision of this Certificate of Incorporation or a bylaw of the Company shall not be eliminated or impaired by an amendment to this Certificate of Incorporation or the bylaws of the Company after the occurrence of the act or omission that is the subject of the civil, criminal, administrative or investigative action, suit or proceeding for which indemnification or advancement of expenses is sought, unless the provision in effect at the time of such act or omission explicitly authorizes such elimination or impairment after such action or omission has occurred.

ARTICLE X

Except as provided in ARTICLE VIII and ARTICLE IX above, the Company 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 upon stockholders herein are granted subject to this reservation.

I, the undersigned, as the incorporator of the Company, have signed this Certificate of Incorporation on November 9, 2017.

/s/ Patrick Kehoe

Patrick Kehoe, Incorporator

[Signature Page to LUX Fund Technology & Solutions, Inc. Certificate of Incorporation]