

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM546415

<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>
Code Authority, Inc.		10/18/2019	Corporation: TENNESSEE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Code Authority, LLC		
<b>Street Address:</b>	3001 Dallas Parkway		
<b>Internal Address:</b>	Suite 500		
<b>City:</b>	Frisco		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75034		
<b>Entity Type:</b>	Limited Liability Company: TEXAS		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5817148	CODE LAUNCH	
<b>Registration Number:</b>	4440389	CODE AUTHORITY	
<b>Registration Number:</b>	4474078	CODE AUTHORITY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	3128637141		
<b>Email:</b>	kristen.lange@goldbergkohn.com		
<b>Correspondent Name:</b>	Kristen N. Lange, Paralegal		
<b>Address Line 1:</b>	c/o Goldberg Kohn Ltd.		
<b>Address Line 2:</b>	55 E. Monroe Street, Suite 3300		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60603		
<b>ATTORNEY DOCKET NUMBER:</b>	7213.049		
<b>NAME OF SUBMITTER:</b>	Kristen N. Lange		
<b>SIGNATURE:</b>	/kristenlange/		
<b>DATE SIGNED:</b>	10/23/2019		
<b>Total Attachments: 7</b>			

OP \$90.00 5817148

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## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Code Authority, LLC  
File Number: 803449655

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of 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 filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 10/18/2019

Effective: 10/18/2019



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs  
Secretary of State

OCT 18 2019

CERTIFICATE OF CONVERSION  
FROM FOR-PROFIT CORPORATION  
TO LIMITED LIABILITY COMPANY

Corporations Section

Pursuant to the provisions of Sections 10.101 and 10.154 of the Texas Business Organizations Code (the "TBOC"), Code Authority, Inc., a for-profit corporation formed and existing under the laws of the State of Texas (the "Converting Entity"), does hereby adopt and submit this Certificate of Conversion for the purpose of converting into Code Authority, LLC, a Texas limited liability company (the "Converted Entity").

1. The name, form of organization, jurisdiction of formation, date of formation and the file number issued to the Converting Entity by the Secretary of State of the State of Texas are:

<u>Name of Entity</u>	<u>Form of Organization</u>	<u>Jurisdiction of Formation</u>	<u>Date of Formation</u>	<u>File No.</u>
Code Authority, Inc.	For-Profit Corporation	Texas	January 25, 2001	161392400

2. The Converting Entity is converting to a limited liability company. The name of the Converted Entity is Code Authority, LLC.

3. The Converted Entity will be formed under the laws of the State of Texas.

4. The Converted Entity is being created pursuant to the Plan of Conversion (the "Plan") adopted by the governing persons and owners of the Converting Entity. A signed copy of the Plan is on file at the principal place of business of the Converting Entity. The address of the principal place of business of the Converting Entity is 3001 Dallas Parkway, Suite 500, Frisco, Texas 75034 (USA).

5. A signed copy of the Plan will be on file after the effectiveness of the conversion at the principal place of business of the Converted Entity. The address of the principal place of business of the Converted Entity is 3001 Dallas Parkway, Suite 500, Frisco, Texas 75034 (USA).

6. A copy of the Plan will be furnished by the Converting Entity (prior to conversion) or the Converted Entity (after the conversion), upon written request and without cost, to any shareholder, owner or member of the Converting Entity or the Converted Entity.

7. The Converted Entity is a Texas limited liability company. The Certificate of Formation of the Converted Entity is attached here to as Exhibit A.

8. The Plan has been approved as required by the laws of the jurisdiction of formation and the governing documents of the Converting Entity.

9. Pursuant to the Plan, the Converted Entity has assumed responsibility and is liable for the filing of all franchise tax returns and payment of all fees, interest and franchise taxes due

in connection therewith and will be obligated to pay all fees and franchise taxes if they are not timely paid.

10. This conversion of the Converting Entity to the Converted Entity becomes effective when this Certificate of Conversion is accepted and filed by the Secretary of State of the State of Texas.

**IN WITNESS WHEREOF**, the undersigned signs and delivers this Certificate of Conversion subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument this 17<sup>th</sup> day of October 2019. *J.T.*

**CODE AUTHORITY, INC.**

By: *Jason W. Taylor*  
Jason W. Taylor, President

**EXHIBIT A**

**CERTIFICATE OF FORMATION  
OF  
CODE AUTHORITY, LLC**

141825319v1

**TRADEMARK  
REEL: 006778 FRAME: 0112**

OCT 18 2019

Corporations Section

CERTIFICATE OF FORMATION  
OF  
LIMITED LIABILITY COMPANY

The undersigned, having the capacity to contract and acting as sole organizer of a filing entity under the Texas Business Organizations Code (the "TBOC"), does hereby adopt the following Certificate of Formation:

**Article 1 - Entity Name and Type**

The filing entity being formed is a limited liability company. The name of the filing entity is Code Authority, LLC (the "Company").

The filing entity is being formed under a Plan of Conversion adopted by Code Authority, Inc. (the "Converting Entity"). The name and principal address of the Converting Entity is Code Authority, Inc., 3001 Dallas Parkway, Suite 500, Frisco, Texas 75034 (USA). The Converting Entity was incorporated and currently exists as a for-profit corporation under the laws of the State of Texas. The date of incorporation of the Converting Entity in the State of Texas is January 25, 2001. The file number assigned to the Converting Entity by the Secretary of State of the State of Texas is 161392400.

**Article 2 - Registered Agent and Registered Office**

The street address of the Company's registered office in the State of Texas is 2001 Ross Avenue, Suite 4250, Dallas, Texas 75201 (USA), and the name of the Company's registered agent at such address is Cheryl L. Small.

**Article 3 - Governing Authority**

The powers of the Company shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of, managers or a sole manager. The name and address of the initial sole manager of the Company are as follows:

Name	Address
Jason W. Taylor	3001 Dallas Parkway, Suite 500 Frisco, Texas 75034

**Article 4 - Purpose**

The purpose for which the Company is formed is to engage in any lawful business for which limited liability companies may be formed under the TBOC, subject to any limitations thereon or more restrictive statement thereof that may be set forth in the Company's company agreement.

### **Article 5 - Period of Duration**

The period of duration of the Company is perpetual, unless the existence of the Company is terminated in accordance with the provisions of the TBOC or the Company's company agreement.

### **Article 6 - Limitation of Liability**

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act or omission in the manager's capacity as a manager, except that this Article 6 does not eliminate or limit the liability of a manager to the extent the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission not in good faith that constitutes a breach of duty of the manager to the Company; (iii) an act or omission that involves intentional misconduct or a benefit, whether or not the benefit resulted from an action taken within the scope of the manager's responsibilities; or (iv) an act or omission for which the liability of a manager is expressly provided by an applicable statute. Any repeal or amendment of this Article 6 by the members of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a manager of the Company existing at the time of such repeal or amendment. In addition to the circumstances in which a manager of the Company is not liable as set forth in the preceding sentences, each manager shall not be liable to the fullest extent permitted by any provision of the statutes of Texas hereafter enacted that further limits the liability of a manager or of a director of a corporation.

### **Article 7 - Organizer**

The name and address of the sole organizer is as follows:

Michael D. Lockwood  
1717 Main Street, Suite 3700  
Dallas, Texas 75201

### **Article 8 - Effectiveness of Filing**

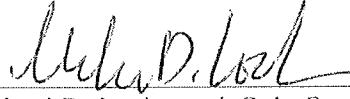
This document becomes effective when the document is filed by the Secretary of State.

*(Signature page follows)*



The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document this 17<sup>th</sup> day of October, 2019, 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.

SOLE ORGANIZER:



Michael D. Lockwood, Sole Organizer