

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM574448

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Augeo CLO, LLC		04/15/2020	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Figg, Inc.		
Street Address:	2561 Territorial Road		
City:	St. Paul		
State/Country:	MINNESOTA		
Postal Code:	55114		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4043006	MYPREWARDS	
Registration Number:	3493667	PREWARDS	
Registration Number:	3925262	PREWARDS	
Registration Number:	3825655	EDO	
Serial Number:	88847355	FIGG	
CORRESPONDENCE DATA			
Fax Number:	6126046989		
<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:	6126046689		
Email:	tsitzmann@winthrop.com		
Correspondent Name:	Timothy David Sitzmann		
Address Line 1:	225 South Sixth Street		
Address Line 2:	Capella Tower Suite 3500		
Address Line 4:	Minneapolis, MINNESOTA 55402		
NAME OF SUBMITTER:	Timothy D. Sitzmann		
SIGNATURE:	/TDS/		
DATE SIGNED:	05/01/2020		
Total Attachments: 7			

OP \$140.00 4043006

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source=Second Certificate of Conversion (Augeo CLO LLC to Figg, Inc.)#page7.tif

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 "AUGEO CLO, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "AUGEO CLO, LLC" TO "FIGG, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF APRIL, A.D. 2020, AT 9:53 O`CLOCK A.M.

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




Jeffrey W. Bullock, Secretary of State

6241793 8100V
SR# 20202831759

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

Authentication: 202769659
Date: 04-15-20

TRADEMARK
REEL: 006928 FRAME: 0312

**CERTIFICATE OF CONVERSION
FROM A DELAWARE LIMITED LIABILITY COMPANY
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265
OF THE DELAWARE GENERAL CORPORATION LAW**

This Certificate of Conversion is being duly executed and filed by the persons authorized to sign this Certificate of Conversion on behalf of Augeo CLO, LLC, a Delaware limited liability company (the "Delaware LLC"), to convert the Delaware LLC to Figg, Inc., a Delaware corporation (the "Delaware Corporation"), pursuant to Section 265 of the Delaware General Corporation Law.

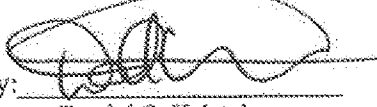
1. The jurisdiction where the Delaware LLC was first formed is Delaware.
2. The jurisdiction of the Delaware LLC immediately prior to filing this Certificate of Conversion is Delaware.
3. The date the Delaware LLC was first formed is March 24, 2020.
4. The name of the Delaware LLC immediately prior to filing this Certificate of Conversion is Augeo CLO, LLC.
5. The name of the Delaware Corporation as set forth in the Certificate of Incorporation is Figg, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting the Delaware LLC have executed this Certificate of Conversion on April 13, 2020.

[Signature Page Follows]

SOLE MEMBER:

AUGEO CLO HOLDINGS, INC.

By: 

Name: Daniel S. Kristal

Its: Secretary

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 "FIGG, INC." FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF APRIL, A.D. 2020, AT 9:53 O`CLOCK A.M.

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



6241793 8100V
SR# 20202831759

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202769659
Date: 04-15-20

TRADEMARK
REEL: 006928 FRAME: 0315

**CERTIFICATE OF INCORPORATION
OF
FIGG, INC.**

The undersigned, for the purpose of forming a corporation under and pursuant to the provisions of the Delaware General Corporation Laws, Title 8, Chapter 1, et seq. of the Delaware Code, as amended (the "DGCL"), hereby adopts the following Certificate of Incorporation:

**ARTICLE I.
NAME**

The name of the Corporation shall be: Figg, Inc.

**ARTICLE II.
REGISTERED OFFICE**

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

**ARTICLE III.
PURPOSE**

The Corporation shall have general business purposes and shall possess all powers necessary to conduct any business in which it is authorized to engage, including but not limited to, all those powers expressly conferred upon business corporations by the DGCL, as it may from time to time be amended, together with those powers implied therefrom.

**ARTICLE IV.
CAPITAL STOCK**

The total authorized capital of the Corporation is One Thousand (1,000) shares of common stock par value \$.01 per share of stock.

**ARTICLE V.
INCORPORATOR**

A. The name of the incorporator is Daniel S. Kristal, and the mailing address of the incorporator is 2561 Territorial Road, St. Paul, Minnesota 55114.

**ARTICLE VI.
TERM OF CORPORATION**

The Corporation shall have perpetual duration.

**ARTICLE VII.
BOARD OF DIRECTORS**

The business and affairs of the corporation shall be managed by and under the direction of the Board of Directors. The Board of Directors may exercise all such authority and powers of the corporation

and do all such lawful acts and things as are not by statute or this Certificate of Incorporation directed or required to be done or exercised by the corporation's stockholders.

**ARTICLE VIII.
LIMITATION OF DIRECTOR'S LIABILITY**

A. To the fullest extent permitted by the DGCL, as the same exists or may hereafter be amended (provided that the effect of any such amendment shall be prospective only), a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the DGCL 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 DGCL, as so amended. No amendment to or repeal of this Article shall apply or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

B. The Corporation shall indemnify, in the manner and to the fullest extent permitted by the DGCL (but in the case of any such amendment thereto after the date hereof, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than currently permitted under the DGCL), any person (or the estate of any person) who is or was a party to, or is threatened to be made a party to, any threatened, pending or completed action, suit or proceeding, whether or not by or in the right of the Corporation, and whether civil, criminal, administrative, investigative or otherwise, by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent at another corporation, partnership, joint venture, trust or other enterprise. To the fullest extent permitted by the DGCL, the indemnification provided herein shall include expenses (including attorney's fees), judgments, fines and amounts paid in settlement and any such expenses shall be paid by the Corporation in advance, of the final disposition of such action, suit or proceeding.

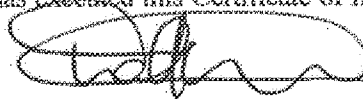
**ARTICLE IX.
ACTION BY WRITTEN CONSENT**

Action may be taken by the stockholders of the corporation, without a meeting, by written consent as and to the extent provided at the time of such action by the DGCL.

**ARTICLE X.
AMENDMENT OF CERTIFICATE OF INCORPORATION**

The Corporation reserves the right to amend, alter, change or repeal its Certificate of Incorporation, and to amend, alter, change or repeal any provision therein contained, from time to time, in the manner now or hereafter prescribed at the time by statute, and all rights conferred upon stockholders by such Certificate of Incorporation are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Incorporation as of
this 13 day of April, 2020.



Daniel S. Kristal, Incorporator