

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM373331

<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>
Audience, Inc.		12/17/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Audience LLC		
<b>Street Address:</b>	331 Fairchild Drive		
<b>City:</b>	Mountain View		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94043		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2854494	AUDIENCE	
<b>Registration Number:</b>	3907648	AUDIENCE	
<b>Registration Number:</b>	3987039	THE WORLD'S MOST INTELLIGENT VOICE PROCE	
<b>Registration Number:</b>	3987084	HEAR AND BE HEARD	
<b>Registration Number:</b>	4476280	EARSMAART	
<b>Registration Number:</b>	4713214	E	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3124746300		
<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>	3124746300		
<b>Email:</b>	docket@marshallip.com		
<b>Correspondent Name:</b>	MARSHALL GERSTEIN & BORUN LLP		
<b>Address Line 1:</b>	Suite 6300		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606		
<b>ATTORNEY DOCKET NUMBER:</b>	30521/10055		
<b>NAME OF SUBMITTER:</b>	Gregory J. Chinlund		
<b>SIGNATURE:</b>	/gjc/		
<b>DATE SIGNED:</b>	02/16/2016		

OP \$165.00 2854494

**Total Attachments: 4**

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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 CORPORATION UNDER THE NAME OF "AUDIENCE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "AUDIENCE, INC." TO "AUDIENCE LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2015, AT 8:36 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

4956786 8100V  
SR# 20151397798

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 10635459  
Date: 12-17-15

**TRADEMARK**  
**REEL: 005732 FRAME: 0299**

**CERTIFICATE OF CONVERSION  
OF AUDIENCE, INC.**

*(Pursuant to Section 18-214 of the Delaware Limited Liability Company Act)*

THIS CERTIFICATE OF CONVERSION relates to the conversion of Audience, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), into a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act. The Company does hereby certify as follows:

- FIRST: The name of the Company is Audience, Inc.
- SECOND: The Company was initially incorporated in the State of Delaware on May 24, 2011.
- THIRD: The jurisdiction of the Company immediately prior to filing this Certificate of Conversion is Delaware.
- FOURTH: The name of the Delaware limited liability company upon conversion shall be "Audience LLC".
- FIFTH: The conversion of the Company into a Delaware limited liability company has been approved pursuant to Section 18-214 of the Delaware Limited Liability Company Act.

\*\*\*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on behalf of the Company and does hereby verify and affirm, under penalty of perjury, that this Certificate of Conversion is the act and deed of the Company and the facts stated herein are true as of this 17 day of December, 2015.

Audience, Inc.

By: Paul M. Dickinson  
Name: Paul M. Dickinson  
Title: President


# 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 FORMATION OF "AUDIENCE LLC"  
FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D.  
2015, AT 8:36 O`CLOCK A.M.*



  
Jeffrey W. Bullock, Secretary of State

4956786 8100V  
SR# 20151397798

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 10635459  
Date: 12-17-15

**TRADEMARK**  
**REEL: 005732 FRAME: 0301**

**CERTIFICATE OF FORMATION  
OF  
AUDIENCE LLC**

*(Pursuant to Section 18-201 of the Delaware Limited Liability Company Act)*

THIS CERTIFICATE OF FORMATION of Audience LLC, dated December 17, 2015, has been duly executed and is being filed by the undersigned, an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.), as follows:

FIRST: The name of the limited liability company formed hereby is Audience LLC (the "Company").

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

THIRD: The name and address of the Company's registered agent for service of process on the Company in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

\*\*\*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on behalf of the Company as of the date first set forth above.

**Authorized Person**

By: Mark Pacioni  
Name: Mark Pacioni  
Title: Secretary