

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM543534

<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>
Zelis Payments, Inc.		09/30/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Zelis Payments, LLC		
<b>Street Address:</b>	18167 US Highway 19 North		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Clearwater		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33764		
<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>	4369223	PAY-PLUS SOLUTIONS	
<b>Registration Number:</b>	4954069	SELECT	
<b>Registration Number:</b>	4949269	SELECT+	
<b>Registration Number:</b>	5079887	VIRTUAL REIMBURSEMENT ACCOUNT	
<b>Registration Number:</b>	4964099	VRA	
<b>Registration Number:</b>	4954070		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128622200		
<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>	3128622000		
<b>Email:</b>	rob.soneson@kirkland.com		
<b>Correspondent Name:</b>	Rob Soneson		
<b>Address Line 1:</b>	300 N LaSalle		
<b>Address Line 2:</b>	Kirkland & Ellis LLP		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60654		
<b>ATTORNEY DOCKET NUMBER:</b>	25108-1-RFS		
<b>NAME OF SUBMITTER:</b>	Rob Soneson		
<b>SIGNATURE:</b>	/rsoneson/		

CH \$165.00 4369223

<b>DATE SIGNED:</b>	10/02/2019
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**Total Attachments: 4**

source=DE Cert of Conversion and Formation DE Corp to DE LLC-Zelis Payments Inc to Zelis Payments LLC  
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source=DE Cert of Conversion and Formation DE Corp to DE LLC-Zelis Payments Inc to Zelis Payments LLC  
9-30-2019 Filed#page2.tif

source=DE Cert of Conversion and Formation DE Corp to DE LLC-Zelis Payments Inc to Zelis Payments LLC  
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source=DE Cert of Conversion and Formation DE Corp to DE LLC-Zelis Payments Inc to Zelis Payments LLC  
9-30-2019 Filed#page4.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 CORPORATION UNDER THE NAME OF "ZELIS PAYMENTS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ZELIS PAYMENTS, INC." TO "ZELIS PAYMENTS, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2019, AT 8:53 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

4973472 8100V  
SR# 20197282154

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

Authentication: 203690123  
Date: 09-30-19

**TRADEMARK**  
**REEL: 006761 FRAME: 0327**

**CERTIFICATE OF CONVERSION  
FROM A DOMESTIC CORPORATION TO  
A LIMITED LIABILITY COMPANY**

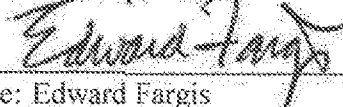
\*\*\*\*\*  
*In accordance with the provisions of Section 266 of the  
General Corporation Law of the State of Delaware and  
Section 18-214 of the Delaware Limited Liability Company Act*  
\*\*\*\*\*

The undersigned, being duly authorized to execute and file this Certificate of Conversion from a domestic corporation to a domestic limited liability company for the purposes of converting Zelis Payments, Inc., a Delaware corporation (the "Corporation"), into a domestic limited liability company pursuant to Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act, does hereby certify as follows:

- FIRST:** The jurisdiction where the Corporation first formed is Delaware.
- SECOND:** The jurisdiction immediately prior to filing this Certificate of Conversion is Delaware.
- THIRD:** The date the Corporation first formed is April 26, 2011 under the name of Pay-Plus Solutions, Inc.
- FOURTH:** The Corporation amended its name to Zelis Payments, Inc. on September 1, 2016.
- FIFTH:** The name of the Corporation immediately prior to filing this Certificate of Conversion is Zelis Payments, Inc.
- SIXTH:** The name of the domestic limited liability company the Corporation is converting to is Zelis Payments, LLC.

The undersigned, being the duly authorized officer of the Corporation, for the purposes of converting the Corporation into a domestic limited liability company pursuant to Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act, does make this Certificate of Conversion, hereby declare and certify that this my act and deed and the facts stated herein are true, and accordingly have hereunto set my hands on the 30<sup>th</sup> day of September, 2019.

ZELIS PAYMENTS, INC.  
a Delaware corporation

By:   
Name: Edward Fargis  
Title: 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 FORMATION OF "ZELIS PAYMENTS, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2019, AT 8:53 O`CLOCK A.M.



Jeffrey W. Bullock, Secretary of State

4973472 8100V  
SR# 20197282154

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

Authentication: 203690123  
Date: 09-30-19

**TRADEMARK**  
**REEL: 006761 FRAME: 0329**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:53 AM 09/30/2019  
FILED 08:53 AM 09/30/2019  
SR 20197282154 - File Number 4973472

**CERTIFICATE OF FORMATION  
OF  
ZELIS PAYMENTS, LLC**

\* \* \* \* \*  
*Adopted in accordance with the provisions of §18-101  
of the Limited Liability Company Act  
of the State of Delaware*  
\* \* \* \* \*

The undersigned, being duly authorized to execute and file this Certificate of Formation for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. Section 18-101, et seq., does hereby certify as follows:

**FIRST**

The name of the limited liability company is Zelis Payments, LLC (the "Company").

**SECOND**

The Company's registered office in the State of Delaware is located at 251 Little Falls Drive, in the City of Wilmington, County of New Castle, 19808. The name and address of the registered agent for service of process in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, in the City of Wilmington, County of New Castle, 19808.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the 30th day of September, 2019.

By: /s/Robert A. Jannusch  
Name: Robert A. Jannusch  
Title: Authorized Person