

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM603905

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spur, Inc.		01/04/2019	Corporation: ALABAMA
RECEIVING PARTY DATA			
Name:	Spur, Inc.		
Street Address:	200 Westside Square		
Internal Address:	Suite 205		
City:	Huntsville		
State/Country:	ALABAMA		
Postal Code:	35801		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5692622	SPUR	
CORRESPONDENCE DATA			
Fax Number:	8032559831		
<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:	(843) 534-4302		
Email:	ip@nelsonmullins.com		
Correspondent Name:	Nelson Mullins Riley & Scarborough LLP		
Address Line 1:	301 South College Street		
Address Line 2:	Suite 2300, IP Department		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
NAME OF SUBMITTER:	John C. McElwaine		
SIGNATURE:	/John C. McElwaine/		
DATE SIGNED:	10/20/2020		
Total Attachments: 11			
source=Spur Jobs, Inc. - Certificate of Conversion (AL - 18 Jan 2019) - 4817-6959-3990 1#page1.tif			
source=Spur Jobs, Inc. - Certificate of Conversion (AL - 18 Jan 2019) - 4817-6959-3990 1#page2.tif			
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STATE OF ALABAMA

DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY

PURPOSE: In order to change a domestic entity (any entity formed in Alabama) to a registered foreign entity (an entity formed outside of Alabama and desiring to transact business in Alabama), the entity must deliver the documentation in this form pursuant to 10A-1-8.04(a)(2), Code of Alabama 1975.

INSTRUCTIONS: Mail two (2) signed copies of the completed Conversion/Registration package, the standard filing fee of \$100.00 or the expedited filing fee of \$200.00 (guaranteed processing within 24 hours) payable by credit card, check, or money order to the Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616, and a check or money order made out to the Judge of Probate in the county where the converting/terminating domestic entity's formation documents were recorded (contact the Office of the Judge of Probate for the county fees). The Secretary of State will file, certify, and transmit the copy and funds to the Judge of Probate in accordance with 10A-1-4.02(g). The Conversion/Registration will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored. If you desire a stamped copy returned to you, supply a third copy and a pre-addressed postage paid return envelope. All instructions are included in this form: cover letters/sheets are not necessary and will not be reviewed.

Alabama Sec. Of State	Entity Change D/C 257-359	Date 1/18/2019	Time 14:18	File \$100.00	ACKN \$.00	Exp \$100.00	Total \$200.00
			190118 11:19				11/001

(For SOS Office Use Only)

The information completing this form must be typed or it will be returned without review. Faxed and emailed transmissions will not be acknowledged, processed, or returned.

1. Information on the converting domestic entity (entity will cease to exist as an Alabama Domestic Entity at conversion/termination):

Alabama Entity ID number of converting entity: 257-359 (Format 000-000) * This is not a tax id number or federal employer id number. This number is required to process the filing.

*INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM: If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity - this verification step is strongly recommended.

The name of the converting domestic entity as currently recorded with the Secretary of State of Alabama: Spur, Inc.

This Document was prepared by:
Lauren Johnson
201 17th St NW, Ste 1700
Atlanta, GA 30363

(For County Probate Court Office Use Only)

DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY

County Probate Office in Alabama where the formation documents/articles of this domestic entity were recorded and where the recorded conversion document will be forwarded by SOS: Madison County

2. Information on the converted foreign entity (formed/created on conversion) – this entity will be registered as an authorized foreign entity in the State of Alabama under the same entity ID number as the converting entity:

Converted entity will be (check one):

- Business Corporation Limited Partnership (LP)
 Nonprofit Corporation Limited Liability Limited Partnership (LLLLP)
 Professional Corporation (PC) Employee Cooperative Corporation
 Limited Liability Company (LLC) Real Estate Investment Trust
 Registered Limited Liability Partnership (LLP)

3. The name of the new foreign entity resulting from this conversion:

Spur Jobs, Inc.

The name must conform to the name requirements detailed in *Code of Alabama 1975* Title 10A, Chapter 1, Article 5 (see attached filing information sheet for details).

4. If the name in item number 3 above is identical to the name in item number 1 above, or if only the entity identifier (i.e., Inc., LLC, LP, etc.) changes, no name reservation certificate is required. If, however, the name differs in any way other than the identifier a name reservation certificate issued by the Office of the Alabama Secretary of State must be attached to this filing instrument (Name Reservation can be obtained online under Business Services at www.sos.alabama.gov).

5. Street (No PO Boxes) Address of principal office of new foreign/converted entity: _____

200 Westside Square, Suite 205, Huntsville, AL 35801

Mailing Address (if different) _____

6. The foreign entity has been filed in the public office of (name of agency and street address): _____

Delaware Department of State, Division of Corporations

401 Federal Street #4, Dover, DE 19901

of State/Country: Delaware, USA

DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY

7. A certified copy of the filed conversion certificate/formation document for the new jurisdiction must be attached (evidences compliance with 10A-1-8.04(a)(1)). The document must include the formation document for corporations. If the conversion document is filed in the foreign jurisdiction is dated more than one year prior to the filing date/receipt by the Alabama Secretary of State of this document, you must provide a current certificate of existence or good standing if the entity is a Limited Partnership, Limited Liability Partnership, or Limited Liability Limited Partnership.

8. Name of registered agent for service of process in Alabama (must be an individual who is a resident of Alabama or an entity registered to do business in the state and maintaining a physical location within Alabama): _____

Individual Name: Glenn Clayton _____ **OR**

Organization/Entity Name: _____

If an organization/entity is indicated you must provide the entity's Alabama Entity ID Number (see page 1 for search instructions or obtain the number from the entity): _____ - _____ (Format 000-000)

9. Street (No PO Boxes) Address of registered office (MUST be physically located in Alabama and the location of the registered agent):

200 Westside Square, Suite 205, Huntsville, AL 35801

Mailing Address in Alabama (if different) _____

10. If the converted entity is one in which one or more owners lack limited liability protection, a statement that each owner of the converting entity who is to become a owner without limited liability protection of the resulting entity has consented in writing to the conversion as required by 10A-1-8.01 is attached.

11. The undersigned certify that the conversion was approved pursuant to *Code of Alabama 1975*, Title 10A, Chapter 1, Article 8 (specifically 10A-1-8.01) and that the information included in or attached to this conversion form are true and correct.

12. The converted foreign entity agrees to promptly pay to dissenting owners of the domestic entity that is a party to the conversion/termination of the domestic entity the amount, if any, to which they are entitled under Alabama Law (*Code of Alabama 1975*, 10A-1-8.04).

13. The converted foreign entity consents that service of process in a proceeding to enforce any obligation or any dissenter's rights of owners of the converted/terminated Alabama domestic entity may be made by registered mail addressed to the principal address of the surviving entity provided in this document or by any method provided by the Alabama Rules of Civil Procedure. Also, any notice or demand required or permitted by law to be served on the domestic entity terminated by this conversion may be served on the surviving or resulting foreign entity by registered mail addressed to the principal office of the surviving entity as provided in this document or in any other manner similar to the procedure provided by the Alabama Rules of Civil Procedures for the process of service.

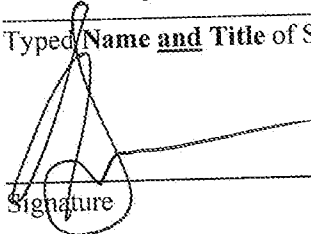
14. The undersigned certify that signatures are in accordance with the requirements of 10A-1-4.01 of the *Code of Alabama 1975*.

DOMESTIC ENTITY CONVERSION TO REGISTERED FOREIGN ENTITY

1-4-19
Date

Glenn Clayton, Chairman of the Board

Typed Name and Title of Signature Below



Signature

Date

Typed Name and Title of Signature Below

Signature

Date

Typed Name and Title of Signature Below

Signature

Date

Typed Name and Title of Signature Below

Signature

Delaware

The First State

Page 1

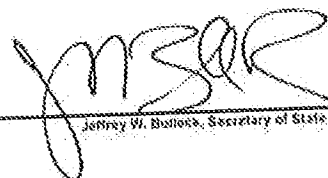
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "SPUR, INC." TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "SPUR, INC." TO "SPUR JOBS, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2019, AT 1:14 O`CLOCK P.M.

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



7237379 8100F
SR# 20190247653

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



Jeffrey W. Bullock, Secretary of State

Authentication: 202075576
Date: 01-14-19

TRADEMARK
REEL: 007080 FRAME: 0812

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:14 PM 01/14/2019
FILED 01:14 PM 01/14/2019
SR 20190247653 - File Number 7231379

STATE of DELAWARE
CERTIFICATE of CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

1. The jurisdiction where the Non-Delaware Corporation first formed is Alabama.
2. The jurisdiction immediately prior to filing this Certificate is Alabama.
3. The date the Non-Delaware Corporation first formed is May 16, 2008.
4. The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Spur, Inc.
5. The name of the Corporation as set forth on the Certificate of Incorporation is Spur Jobs, Inc.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting Non-Delaware Corporation, has executed this Certificate on the 14th day of January, 2019.

By: 

Name: Glenn Clayton

Title: Chief Executive Officer

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 "SPUR JOBS, INC." FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2019, AT 1:14 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

7237379 8100F
SR# 20190247653

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

Authentication: 202075576
Date: 01-14-19

TRADEMARK
REEL: 007080 FRAME: 0815

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:14 PM 01/14/2019
FILED 01:14 PM 01/14/2019
SR 20190247653 - File Number 7237379

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION

ARTICLE I
NAME

The name of the Corporation shall be Spur Jobs, Inc.

ARTICLE II
REGISTERED OFFICE AND REGISTERED AGENT

Its registered office in the State of Delaware is to be located at 9 East Loockerman Street, Suite 311, in the City of Dover, County of Kent, Zip Code 19901.

The registered agent in charge thereof is Registered Agent Solutions, Inc.

ARTICLE III
PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "*DGCL*").

ARTICLE IV
AUTHORIZED SHARES

The total number of shares which the Corporation shall have authority to issue is One Million (1,000,000) shares of common capital stock of the par value of \$0.001 per share and consisting of one class only.

ARTICLE V
INCORPORATOR

The name and address of the incorporator are as follows:

Glenn Clayton 200 Westside Square, Suite 205
Huntsville, Alabama 35801

ARTICLE VI
BOARD OF DIRECTORS

The names of the persons who are to serve as the Directors until the next annual meeting of shareholders, or until successors are elected and qualified, are as follows:

Glenn Clayton
Jason Chung

Robert Baron, Jr.
William Stender
Bryan Dodson
Andrew Kaplan
Robert Thurber

The address of each of the Directors is as follows:

200 Westside Square, Suite 205
Huntsville, Alabama 35801

ARTICLE VII
DENIAL OF PREEMPTIVE RIGHTS

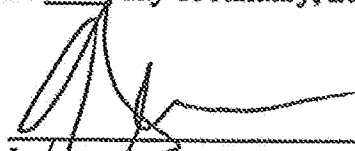
No holder of shares of any class of capital stock of this Corporation shall, as such holder, have any preemptive rights in, or preemptive rights to purchase or subscribe to, any shares of this Corporation, or any bonds, debentures or other securities or obligations convertible into or exchangeable with any shares of this Corporation, other than such rights of conversion or exchange and such rights under options or warrants or purchase or subscription arrangements, as shall be expressly granted by the Board of Directors or shareholders at such prices and upon such other terms and conditions as the Board of Directors, in its discretion, or the shareholders may fix or designate.

ARTICLE VIII
LIMITATION OF LIABILITY

A director of the Corporation shall not be liable to the Corporation or its shareholders for money damages for any action taken, or any failure to take action, as a director, except for (i) the amount of a financial benefit received by such director to which such director is not entitled; (ii) an intentional infliction of harm by such director on the Corporation or its shareholders; (iii) a violation of Section 174(a) of the DGCL; or (v) a breach of such director's duty of loyalty to the Corporation or its shareholders. If the DGCL, or any successor statute thereto, is hereafter amended to authorize the further elimination or limitation of the liability of a director of a corporation, then the liability of the director of the Corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the DGCL, as amended, or any successor statute thereto. The limitation on the liability of directors of the Corporation contained herein shall apply, except to the extent prohibited by law, to liabilities arising out of acts or omission occurring prior to the adoption of this ARTICLE VIII. Any repeal or modification of this ARTICLE VIII by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the Corporation existing at the time of such repeal or modification.

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 14th day of January, 2019.

By:



Incorporator

Name: Glenn Clayton