

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3602218

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	CONVERSION	
CONVEYING PARTY DATA		
	Name	Execution Date
	GREENIT!, INC	08/18/2015
RECEIVING PARTY DATA		
Name:	EVERCHARGE, INC.	
Street Address:	548 MARKET ST. #31647	
City:	SAN FRANCISCO	
State/Country:	CALIFORNIA	
Postal Code:	94104	
PROPERTY NUMBERS Total: 6		
Property Type	Number	
Application Number:	61161358	
Application Number:	12683938	
Application Number:	12684021	
Application Number:	61968311	
Application Number:	61979186	
Application Number:	14663398	
CORRESPONDENCE DATA		
Fax Number:	(503)517-9919	
<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:	503-348-1622	
Email:	david@davidcrowtherlaw.com	
Correspondent Name:	DAVID CROWTHER	
Address Line 1:	4804 NW BETHANY BLVD.	
Address Line 2:	STE I-2, 219	
Address Line 4:	PORTLAND, OREGON 97229	
ATTORNEY DOCKET NUMBER:	4306-0002-04-05-08-09-10	
NAME OF SUBMITTER:	DAVID A. CROWTHER	
SIGNATURE:	/DAVID A. CROWTHER/	
DATE SIGNED:	11/04/2015	

Total Attachments: 13

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source=GreenIt OR Certificate of Conversion#page6.tif
source=EverCharge DE Certificate of Incorporation#page1.tif
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Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone: (503) 986-2200
www.filinginoregon.com

Registry Number: 471778-94
Type: DOMESTIC BUSINESS CORPORATION

GREENIT!, INC.
805 SW BROADWAY STE 2440
PORTLAND OR 97205

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

Document
ARTICLES OF CONVERSION

Filed On
08/19/2015

Jurisdiction
OREGON

Name
GREENIT!, INC.

Principal Place of Business
711 SCOTT ST
SAN FRANCISCO CA 94117

Registered Agent
WSCJ BUSINESS SERVICES, INC.
805 SW BROADWAY STE 2440
PORTLAND OR 97205

Mailing Address
805 SW BROADWAY STE 2440
PORTLAND OR 97205

President
MARIO LANDAU-HOLDSWORTH
711 SCOTT ST
SAN FRANCISCO CA 94117

Secretary
MARIO LANDAU-HOLDSWORTH
711 SCOTT ST
SAN FRANCISCO CA 94117



Articles of Conversion - Business Entities

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - <http://www.FilingInOregon.com> - Phone: (503) 986-2200

FILED

AUG 19 2015

**OREGON
SECRETARY OF STATE**

REGISTRY NUMBER: 47177894

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record.
We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in **Black Ink**.

1) **NAME OF BUSINESS ENTITY PRIOR TO CONVERSION:**

GreenIt!, Inc.

2) **TYPE OF BUSINESS ENTITY PRIOR TO CONVERSION:**

Domestic Business Corp.

3) **NAME OF BUSINESS ENTITY AFTER CONVERSION:**

EverCharge, Inc.

4) **TYPE OF BUSINESS ENTITY AFTER CONVERSION:**

Foreign Business Corp.

5) **WILL THE CONVERTED ENTITY HAVE CONTINUED EXISTENCE IN OREGON?** ☐ Yes ☒ No

6) **IF NO, WHERE WILL THE JURISDICTION BE?** Delaware

7) ☒ **A COPY OF THE PLAN OF CONVERSION IS ATTACHED.**

8) **PROVIDE ADDITIONAL INFORMATION REQUIRED FOR NEW ENTITY TYPE**

9) **EXECUTION:**(Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Jason Appelbaum

Title:

CEO

CONTACT NAME: (To resolve questions with this filing.)

PHONE NUMBER: (Include area code.)

FEES

Domestic Required Processing Fee \$100
Foreign Required Processing Fee \$275

Confirmation Copy (Optional) \$5

Processing Fees are nonrefundable. Please make check payable to "Corporation Division."

GREENIT!, INC.

PLAN OF CONVERSION

OREGON CORPORATION TO A DELAWARE CORPORATION

1. ENTITY BEFORE CONVERSION

This plan of conversion, dated October 6, 2014 is intended to convert GREENIT!, INC an Oregon Corporation ("GreenIt") into a Delaware Corporation. GreenIt, is an Oregon business corporation that is duly organized, validly existing, and in good standing under Oregon's Business Corporation Act. GreenIt is operating under Articles of Incorporation filed with the Oregon Secretary of State on October 19, 2007, and related governing documents with the same effective date. The business registry number assigned to GreenIt by the Oregon Secretary of State is 471778-94.

2. ENTITY AFTER CONVERSION

The shareholders have unanimously voted (Exhibit A) to convert GreenIt to a Delaware Corporation pursuant to this Plan of Conversion as authorized under Oregon's Business Corporation Act at ORS 60.472. The converted Delaware corporation will be organized under the laws of the State of Delaware appearing at Title 8 of the General Corporations Law.

3. NAME, ADDRESS, AND REGISTERED AGENT OF CONVERTED ENTITY

The converted entity will operate under the name of EverCharge, Inc. The mailing and street address of the chief executive office of the converted entity will be 548 Market St #31647 San Francisco, CA 94104. The registered agent for service of process on converted entity will be Business Filings Incorporated at 108 West 13th Street, in the city of Wilmington, county of New Castle, Zip Code 19801.

4. TERMS OF CONVERSION

In order to convert GreenIt into a Delaware corporation, the shareholders are assigning and transferring their shares in GreenIt, to the converted entity in exchange for a proportional ownership interest in the converted entity. The assignment shall be effected by a Transfer Agreement evidencing ownership of 100% of the issued and outstanding shares of GreenIt to to

be turned into the converted entity in return for 100% of the ownership interest of the converted entity.

5. CONTINUATION OF BUSINESS AND GOVERNING DOCUMENTS

From and after the Effective Date (as defined below), the business of the GreenIt will continue to be carried on by converted entity and all the rights and property of the GreenIt will be vested in the converted entity and all debts, liabilities, and obligations of the converted entity shall continue as debts, liabilities, and obligations of the converted entity.

6. TAX CONSEQUENCES

It is the desire and intent of the shareholders of GreenIt that the conversion will be tax free to the shareholders and will not be considered a taxable sale of exchange and will not result in a termination of GreenIt or the converted entity for income tax purposes. All provisions of this plan shall be interpreted in a manner consistent with this intent.


7. APPROVAL OF PLAN

The plan has been approved by a vote of 100% of the holders of shares of GreenIt as of the time of conversion.

8. FURTHER ACTIONS AND EFFECTIVE DATE OF CONVERSION


GreenIt and the converted entity shall take all such further actions as may be required to complete the conversion, including the filing of Articles of Conversion (the "Conversion Certificate") with the Oregon Secretary of State as required under the Code and the execution of all documents necessary to transfer the legal rights of GreenIt to the converted entity. The Effective Date shall be the date that the articles of Conversion are filed by the Oregon Secretary of State.

GREENIT!, INC

By: 
Jason Appelbaum, CEO

Date: 10 / 14 / 2014

EVERCHARGE, INC

By: 
Jason Appelbaum, CEO


Date: 10 / 14 / 2014

EXHIBIT A

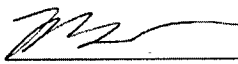
WRITTEN CONSENT OF SHAREHOLDERS

We, the undersigned shareholders of GreenIt!, Inc entitled to vote at this special shareholder's meeting to be held on October 6, 2014 for the purposes of deciding whether or not to convert to a Delaware corporation agree as follows.

RESOLVED, that pursuant to ORS 60.472 we as shareholders believe it is in the best interest of the Company to convert to a Delaware corporation as of October 6, 2014. There being no further business, the shareholders evidence their intent and agreement by signing below.



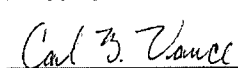
Jason Appelbaum



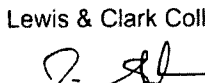
Mario Landau-Holdsworth



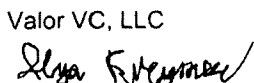
Amber Case



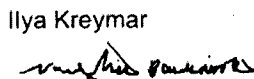
Carl B. Vance



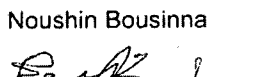
Lewis & Clark College



Valor VC, LLC



Ilya Kreymer



Noushin Bousinna



Beryl Landau

~~7. M. W. A.~~

Timothy Watkins

Anthony Holdsworth

Delaware

PAGE 2

The First State

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 CERTIFICATE OF INCORPORATION OF "EVERCHARGE, INC." FILED IN THIS OFFICE ON THE NINETEENTH DAY OF AUGUST, A.D. 2015, AT 11:38 O'CLOCK A.M.

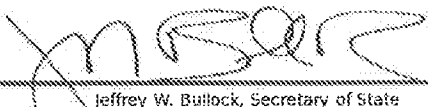
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5806463 8100V

151190071

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2658386

DATE: 08-19-15

PATENT
REEL: 037047 FRAME: 0801

CERTIFICATE OF INCORPORATION

OF

EVERCHARGE, INC.

FIRST: The name of the corporation (the "*Company*") is EverCharge, Inc.

SECOND: The address of the registered office of the Company in the State of Delaware is 1209 Orange Street, Wilmington, Delaware, 19801, County of New Castle, and the name of its registered agent at such address is The Corporation Trust Company.

THIRD: The nature of the business or purposes to be conducted or promoted by the Company is to carry on any and all business and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of capital stock that the Company has the authority to issue shall be 30,000,000 shares of common stock, par value \$0.001 per share ("*Common Stock*").

FIFTH: In furtherance of and not in limitation of powers conferred by statute, it is further provided that:

(a) Subject to the limitations and exceptions, if any, contained in the bylaws of the Company, such bylaws may be adopted, amended or repealed by the board of directors of the Company; and

(b) Elections of directors need not be by written ballot unless, and only to the extent, otherwise provided in the bylaws of the Company; and

(c) Subject to any applicable requirements of law, the books of the Company may be kept outside the State of Delaware at such location or locations as may be designated by the board of directors of the Company or in the bylaws of the Company; and

(d) Except as provided to the contrary in the provisions establishing a class of stock, the number of authorized shares of such class may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the Company entitled to vote, voting as a single class.

SIXTH: The Company shall indemnify each person who at any time is, or shall have been, a director or officer of the Company and was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director or officer of the Company, or is or was serving at the request of the Company as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in

settlement incurred in connection with any such action, suit or proceeding, to the maximum extent permitted by the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended; provided, however, that the foregoing shall not require the Company to indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. The foregoing right of indemnification shall in no way be exclusive of any other rights of indemnification to which any such director or officer may be entitled, under any by-law, agreement, vote of directors or stockholders or otherwise. No amendment to or repeal of the provisions of this Article SIXTH shall deprive a director or officer of the benefit hereof with respect to any act or failure to act occurring prior to such amendment or repeal. In furtherance of and not in limitation of the foregoing, the Company shall advance expenses, including attorneys' fees, incurred by an officer or director of the Company in defending any civil, criminal, administrative or investigative action, suit or proceeding in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such advances if it shall be ultimately determined that he or she is not entitled to be indemnified by the Company.


SEVENTH: No director of the Company shall be personally liable to the Company or to any of its stockholders for monetary damages arising out of such director's breach of fiduciary duty as a director of the Company, except to the extent that the elimination or limitation of such liability is not permitted by the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended. No amendment to or repeal of the provisions of this Article SEVENTH shall deprive any director of the Company of the benefit hereof with respect to any act or failure to act of such director occurring prior to such amendment or repeal.

EIGHTH: The Company reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by the General Corporation Law of the State of Delaware and this Certificate of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

NINTH: The name and mailing address of the sole incorporator of the Company is as follows:

<u>Name:</u>	<u>Mailing Address:</u>
Jason Appelbaum	548 Market Street, #31647 San Francisco, CA 94104-5401

IN WITNESS WHEREOF, I have hereunto set my hand as of August 18, 2015.



Jason Appelbaum, Sole Incorporator

Delaware

PAGE 1

The First State

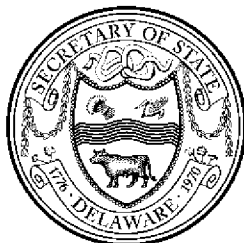
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CORRECTION OF "EVERCHARGE, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF AUGUST, A.D. 2015, AT 9:01 O'CLOCK A.M.


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

5673013 8100

151188961

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2657719

DATE: 08-19-15

PATENT
REEL: 037047 FRAME: 0804

STATE OF DELAWARE
CERTIFICATE OF CORRECTION

EverCharge, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

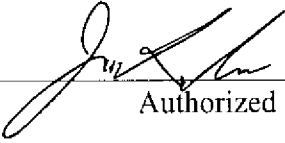
1. The name of the Corporation is EverCharge, Inc.
2. That a Certificate of Incorporation was filed by the Secretary of State of Delaware on January 12, 2015 and that said Certificate requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.
3. The inaccuracy or defect of said Certificate of Incorporation is:

The Certificate of Incorporation was filed concurrently with a Certificate of Conversion purporting to convert GreenIt!, Inc., an Oregon corporation, into EverCharge, Inc, a Delaware corporation. However, at the time of filing of both the Certificate of Incorporation of EverCharge, Inc. and the aforementioned Certificate of Conversion with the Delaware Secretary of State, GreenIt!, Inc. was administratively dissolved by the Oregon Secretary of State.

4. The Certificate of Incorporation is hereby rendered null and void.

IN WITNESS WHEREOF, said corporation has caused this Certificate of Correction

this 18th day of August, A.D. 2015.

By: 
Authorized Officer

Name: Jason Appelbaum
Print or Type

Title: Chief Executive Officer

Delaware

PAGE 1

The First State

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 AN OREGON CORPORATION UNDER THE NAME OF "GREENIT!, INC." TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "GREENIT!, INC." TO "EVERCHARGE, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF AUGUST, A.D. 2015, AT 11:38 O'CLOCK A.M.

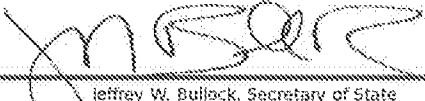
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5806463 8100V

151190071

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2658386

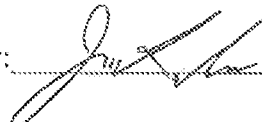
DATE: 08-19-15

PATENT
REEL: 037047 FRAME: 0806

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 Oregon.
- 2.) The jurisdiction immediately prior to filing this Certificate is Oregon.
- 3.) The date the Non-Delaware Corporation first formed is October 19, 2007.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is GreenIt!, Inc..
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is EverCharge, Inc..

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 18th day of August, A.D. 2015.

By: 

Name: Jason Appelbaum
Print or Type

Title: CEO
Print or Type