

## PATENT ASSIGNMENT COVER SHEET

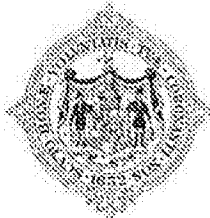
Electronic Version v1.1  
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EPAS ID: PAT4259218

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
9F, INC.	01/04/2017
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	9FIBER, INC.
<b>Street Address:</b>	9124 FLOWER AVE.
<b>City:</b>	SILVER SPRING
<b>State/Country:</b>	MARYLAND
<b>Postal Code:</b>	20901
<b>PROPERTY NUMBERS Total: 3</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	14826093
<b>Application Number:</b>	15291828
<b>PCT Number:</b>	US2016046799
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(303)607-3600
<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>	(303)607-3500
<b>Email:</b>	lori.lane@faegrebd.com
<b>Correspondent Name:</b>	FAEGRE BAKER DANIELS LLP
<b>Address Line 1:</b>	3200 WELLS FARGO BUILDING
<b>Address Line 2:</b>	1700 LINCOLN STREET
<b>Address Line 4:</b>	DENVER, COLORADO 80203
<b>ATTORNEY DOCKET NUMBER:</b>	507843.03, 04 & .05
<b>NAME OF SUBMITTER:</b>	RICHARD M. MARSH, JR.
<b>SIGNATURE:</b>	/Richard M. Marsh, Jr./
<b>DATE SIGNED:</b>	02/03/2017
<b>Total Attachments: 12</b>	
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State of Maryland  
Department of  
Assessments and Taxation



Larry Hogan  
Governor

Charter Division

Michael L. Higgs  
Acting Director

Date: 01/19/2017

SHULMAN, ROGERS, GANDAL, FORDY & ECKER,  
12505 PARK POTOMAC AVE., 6TH FLOOR  
POTOMAC MD 20854

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : 9FIBER, INC.  
DEPARTMENT ID : D17735457  
TYPE OF REQUEST : ARTICLES OF CONVERSION  
DATE FILED : 01-19-2017  
TIME FILED : 02:22 PM  
RECORDING FEE : \$100.00  
EXPEDITED FEE : \$50.00  
FILING NUMBER : 1000362010033886  
CUSTOMER ID : 0003507157  
WORK ORDER NUMBER : 0004723734

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT  
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK  
ORDER NUMBER ON ANY INQUIRIES.

Charter Division  
Baltimore Metro Area (410) 767-1350  
Outside Metro Area (888) 246-5941

ENTITY TYPE: ORDINARY BUSINESS - STOCK  
STOCK: Y  
CLOSE: N  
EFFECTIVE DATE: 01-19-2017  
PRINCIPAL OFFICE: 9124 FLOWER AVE.  
SILVER SPRING MD 20901  
RESIDENT AGENT: ADIN ALIA  
9124 FLOWER AVE.  
SILVER SPRING MD 20901

COMMENTS:  
THIS INDICATES CONVERSION TO:  
SURVIVOR:  
(D17735457) 9FIBER, INC.

CONVERTED ENTITY:  
9F, INC.

**Maryland Articles of Conversion**

**Converting  
9F, Inc.,  
a Colorado corporation  
to  
9Fiber, Inc.,  
a Maryland corporation**

These Articles of Conversion for 9F, Inc., a Colorado corporation (hereinafter referred to as the Converting Corporation"), are being filed pursuant to Maryland Corporations and Associations Code Annotated §3-903, Conversions of Corporations, to convert the corporation from a Colorado corporation (the "Converting Corporation") to a Maryland corporation (the "Converted Corporation")(hereinafter referred to as the "Conversion"). The Converting Corporation hereby certifies to the Maryland State Department of Assessments and Taxation ("SDAT") that:

**First:** The name of the Converting Corporation is 9F, Inc., and its original Articles of Incorporation were filed in Colorado on August 5, 2015.

**Second:** The name of the Converted Corporation to which the Converting Corporation will be converted is 9Fiber, Inc. The jurisdiction of formation of the Converted Corporation is the State of Maryland.

**Third:** The registered office of the Converted Corporation shall be 9124 Flower Avenue, Silver Spring, Maryland 20901.

**Fourth:** The registered agent of the Converted Corporation shall be Adin Alai, a resident of Maryland whose address is 9124 Flower Avenue, Silver Spring, Maryland 20901.

**Fifth:** The Conversion has been approved in accordance with the provisions of Maryland Corporations and Associations Code Annotated §3-903.

**Sixth:** The manner and basis of converting issued and outstanding shares of stock of the Converting Corporation into the Converted Corporation is as follows:

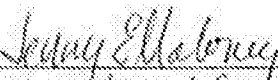
"Without any action on the part of the shareholder of the Converting Corporation, each issued and outstanding share of Converting Corporation's stock shall be converted into and exchanged for an equal share of Converted Corporation stock. As such, each shareholder's percentage ownership in the outstanding stock of the Converting Corporation shall, upon filing of these Articles of Conversion, be converted into the same percentage ownership of stock outstanding in the Converted Corporation."

**Seventh:** These Articles of Conversion shall be effective upon the acceptance for record with SDAT. Upon completion of the Conversion in accordance with Maryland law, the Converting Corporation shall, for all purposes of the laws of the State of Colorado, discontinue and the Conversion will have the effects set forth herein.

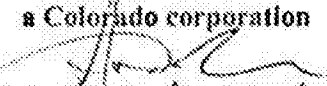
**Eighth:** The terms and conditions of the Conversion were advised, authorized and approved by the Converting Corporation in the manner and by the vote required by its Articles of Incorporation and its Bylaws, and in accordance with the laws of the State of Colorado.

In Witness Whereof, these Articles of Conversion are hereby signed on this 4 day of JANUARY, 2013, for and on behalf of 9F, Inc., and the undersigned hereby acknowledge these Articles of Conversion are the act and deed of the Converting Corporation and, further, that the matters and facts set forth herein with respect to authorization and approval of said Conversion are true in all material respects to the best of their knowledge, information and belief.

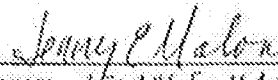
**ATTEST:**

  
Name: JENNY E. MALONEY  
Title: PARALEGAL


**9F, Inc.,**  
a Colorado corporation

  
Name: ADIN ALAI  
Title: CEO

**ATTEST:**

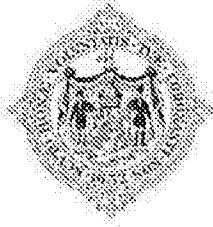
  
Name: JENNY E. MALONEY  
Title: PARALEGAL

**9Fiber, Inc.**

  
Name: ADIN ALAI  
Title: CEO

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State of Maryland  
Department of  
Assessments and Taxation



Larry Hogan  
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Michael L. Higgs  
Acting Director

Date: 01/19/2017

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POTOMAC MD 20854

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : 9FIBER, INC.  
DEPARTMENT ID : D17735457  
TYPE OF REQUEST : ARTICLES OF INCORPORATION  
DATE FILED : 01-19-2017  
TIME FILED : 02:21 PM  
RECORDING FEE : \$100.00  
ORG. & CAP FEE : \$20.00  
FILING NUMBER : 1000362010033845  
CUSTOMER ID : 0003507157  
WORK ORDER NUMBER : 0004723734

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK ORDER NUMBER ON ANY INQUIRIES. EVERY YEAR THIS ENTITY MUST FILE A PERSONAL PROPERTY RETURN IN ORDER TO MAINTAIN ITS EXISTENCE EVEN IF IT DOES NOT OWN PERSONAL PROPERTY. THE RETURN IS FOUND ON THE SDAT WEBSITE.

Charter Division  
Baltimore Metro Area (410) 767-1350  
Outside Metro Area (888) 246-5941

ENTITY TYPE: ORDINARY BUSINESS - STOCK  
STOCK: Y  
CLOSE: N  
EFFECTIVE DATE: 01-19-2017  
PRINCIPAL OFFICE: 9124 FLOWER AVE.  
SILVER SPRING MD 20901  
RESIDENT AGENT: ADIN ALIA  
9124 FLOWER AVE.  
SILVER SPRING MD 20901



**ARTICLES OF INCORPORATION**

**OF**

**9FIBER, INC.**

(a Colorado Corporation Converting to a Maryland Corporation)

**This is to certify**, that the undersigned, with the intention of creating a Maryland corporation, files the following Articles of Incorporation:

**First:** The undersigned, Jenny E. Maloney, whose address is c/o Shulman, Rogers, Gandal, Pordy & Ecker, PA, 12505 Park Potomac Avenue, Sixth Floor, Potomac, Maryland 20854, being at least eighteen (18) years of age and acting as incorporator of a corporation, does hereby form a corporation under the general laws of the State of Maryland.

**Second:** The name of the corporation (hereinafter referred to as the "Corporation") is 9Fiber, Inc.

**Third:** The undersigned hereby certifies that Articles of Incorporation for a Profit Corporation, 9F, Inc., were filed with and accepted by the Colorado Secretary of State on August 5, 2015 (the "Colorado corporation"). The undersigned hereby further certifies that all of the stockholders of the Colorado corporation have unanimously agreed to convert the Colorado corporation to a Maryland corporation. Accordingly, the Colorado corporation shall be converted to 9Fiber, Inc. effective upon the acceptance of these Articles of Incorporation by the Maryland State Department of Assessments and Taxation ("SDAT").

**Fourth:** The Corporation may engage in any lawful business or other activity available to corporations under Maryland law.

**Fifth:** The address of the principal office of the Corporation is 9124 Flower Avenue, Silver Spring, Maryland 20901.

**Sixth:** The resident agent of the Corporation is Adin Alai, a Maryland resident, whose address is 9124 Flower Avenue, Silver Spring, Maryland 29091.

**Seventh:** The Corporation shall have authority to issue one thousand (1,000) shares of common stock, par value one cent (\$0.01).

**Eighth:** The Corporation shall have not less than the minimum number of directors required by law. The number of directors may be increased or decreased pursuant to the Bylaws of the Corporation. The number of initial directors is one (1). Adin Alai is the initial director who shall act until the first annual meeting and until the initial director's successor(s) is duly elected and qualified or until the initial director's earlier resignation, removal from office, or death.

**Ninth:** In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized as follows:

(a) The Board of Directors hereby is authorized to create, make and issue mortgages, bonds, warrants, debentures, securities, deeds of trust, trust arrangements, negotiable or transferable instruments and evidences of indebtedness of all kinds, secured by mortgage or otherwise, and to do every other act and thing necessary to effectuate the same; to purchase or otherwise acquire, and to sell or otherwise dispose of, for the Corporation, any property, rights or privileges which the Corporation is authorized to acquire, at such prices and on such terms and conditions, and for such considerations as they think fit; and, at their discretion, to pay for any property or rights acquired by the Corporation, either wholly or partially, in money or in stock, bonds, debentures or other securities of the Corporation.

(b) In the purchase or acquisition of property, businesses, rights or franchises, or for additional working capital, or for any other object in or about the Corporation's business or affairs, and without limit as to amount, the Board of Directors hereby is authorized to incur debt, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether convertible into stock of any class, and whether secured by mortgage, pledge, deed of trust, or otherwise.

(c) The Board of Directors hereby is authorized to determine who shall be authorized to sign, on behalf of the Corporation, bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents; from time to time to provide for the management of the affairs of the Corporation at home or abroad in such a manner as they think fit, and in particular, from time to time, to delegate any of the powers of the Board of Directors, except those powers expressly prohibited from being delegated by law, to any committee, officers, or agent, and to appoint any person or persons to be the agents of the Corporation with such powers (including the power to delegate) and upon such terms as they think fit; and from time to time to determine, except as provided by statute, whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of this Corporation (other than the stock ledger), or any of them, shall be open to the inspection of stockholders, and no stockholder shall have any right to inspect any account book or document of the Corporation except as conferred by statute or unless authorized by the resolution of the Board of Directors.

(d) The Board of Directors hereby is empowered to authorize the issuance of shares of its stock, from time to time, with or without par value, of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the Bylaws of the Corporation.

(e) Any director of the Corporation, individually, or any corporation, association, firm or other entity of which any director may be an officer, director or member or in which any director may otherwise be interested, as a holder of any amount of its capital stock or otherwise, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and, in the absence of fraud, no contract or other transaction shall be affected thereby or invalidated, provided that the fact of the common directorship or interest shall be disclosed or shall have been known either (i) to the Board of Directors or a committee thereof and the Board of Directors or committee authorizes, approves, or ratifies the contract or transaction by the affirmative vote of a majority of disinterested directors, even if the disinterested directors constitute less than a quorum, or (ii) to the stockholders entitled to vote, and the contract or transaction is authorized, approved or ratified by a majority of the votes cast by the stockholders entitled to vote other than the

votes owned of record or beneficially by the interested director or corporation, association, firm, or other entity; or the contract or transaction is fair and reasonable to the Corporation. Any director of the Corporation who is also a director or officer of or interested in such other corporation, association, firm or entity may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction. Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purposes, so far as permitted by law, shall be as valid and as binding as though ratified by every member of the Corporation.

(f) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to redeem shares of the stock of the Corporation subject to any limitations or restrictions herein set forth or imposed by law; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(g) The Board of Directors shall have the power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the designations, preferences, rights, voting powers, restrictions, limitations and qualifications of, the dividends and other distributions on, the times, prices and other terms and conditions of redemption of, and the times and other terms and conditions of conversion rights of, such shares.

(h) The Board of Directors, with the approval of a majority of the entire Board of Directors, and without action by the stockholders, may amend the charter to increase or decrease the aggregate number of shares of stock of the Corporation or the number of shares of stock of any class that the Corporation has authority to issue.

(i) The Board of Directors shall have power, without a vote of stockholders, to take the following action: (i) to declare and authorize the payment of dividends on the capital stock of the Corporation, whether or not payable in stock of one class to holders of stock of another class or classes; and (ii) to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

(j) The Board of Directors shall be vested with the power to adopt, alter, and repeal the Bylaws of the Corporation.

**Tenth:** To the maximum extent Maryland law in effect from time to time permits the liability of directors and officers to be limited or eliminated, no director or officer of the Corporation shall be liable to the Corporation or its stockholders for money damages. Neither the amendment nor repeal of this Article, nor the adoption or amendment of any provision of the Corporation's Charter or Bylaws inconsistent with this Article, shall apply to or affect in any respect the applicability of the

preceding sentence with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

**Eleventh:** (a) To the maximum extent permitted by the laws of the State of Maryland in effect from time to time, and subject to compliance with any procedures and other requirements prescribed by said laws, any person who is 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 such person (i) is or was a director or officer of the Corporation or of a predecessor of the Corporation, or (ii) is or was a director or officer of the Corporation or of a predecessor of the Corporation and is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, limited liability company, partnership, joint venture, trust, other enterprise, or employee benefit plan, shall be indemnified by the Corporation against judgments, penalties, fines, settlements and reasonable expenses (including, but not limited to attorneys' fees and court costs) actually incurred by such person in connection with such action, suit or proceeding, or in connection with any appeal thereof (which reasonable expenses may be paid or reimbursed in advance of final disposition of any such suit, action or proceeding).

(b) To the maximum extent permitted by the laws of the State of Maryland in effect from time to time, and subject to compliance with any procedures and other requirements prescribed by said laws, any person who is 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 such person (i) is or was an employee or agent of the Corporation or of a predecessor of the Corporation, or (ii) is or was an employee or agent of the Corporation or of a predecessor of the Corporation and is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, limited liability company, partnership, joint venture, trust, other enterprise, or other employee benefit plan, may (but need not) be indemnified by the Corporation against judgments, penalties, fines, settlements and reasonable expenses (including, but not limited to, attorneys' fees and court costs) actually incurred by such person in connection with such action, suit or proceeding, or in connection with any appeal thereof (which reasonable expenses may be paid or reimbursed in advance of final disposition of any such suit, action or proceeding).

(c) Neither the amendment nor repeal of this Article, nor the adoption or amendment of any other provision of the Bylaws or Charter of the Corporation inconsistent with this Article, shall apply to or affect in any respect the applicability of this Article with respect to indemnification for any act or failure to act which occurred prior to such amendment, repeal or adoption.

(d) The foregoing right of indemnification and advancement of expenses shall not be deemed exclusive of any other rights of which any officer, director, employee or agent of the Corporation may be entitled apart from the provisions of this Article.

**Twelfth:** (a) Notwithstanding any provision of the Corporations and Associations Article (the "Corporations Article") of the Annotated Code of Maryland, as amended from time to time requiring a greater proportion of the votes of all classes or of any class of stockholders to authorize and/or approve a matter, and as permitted by Section 2-104(b)(5) of the Corporations Article, the affirmative vote of a majority of all the votes entitled to be cast on a matter shall be sufficient, valid and effective to authorize and/or approve the matter, unless a greater proportion is required by the Charter of the Corporation with respect to such matter; provided, however, that if Section 2-

104(b)(5) of the Corporations Article is amended, modified or repealed, the minimum proportion of the votes then required by the Corporations Article to authorize and/or approve a matter shall be sufficient, valid and effective to authorize and/or approve the matter, unless a greater proportion is required by the Charter of the Corporation.

(b) The Corporation reserves the right to make any amendments of its Charter which now or hereafter may be authorized by law, including any amendments changing the terms of any class of the outstanding stock of the Corporation by classification, reclassification or otherwise, but no such amendment which changes the terms of any class of the outstanding stock shall be valid unless such changes in the terms thereof shall have been authorized by the holders of a majority of the shares of such stock at that time outstanding by a vote of a meeting or in writing with or without a meeting.

(c) No holder of shares of stock of the Corporation, of whatever class, shall have any preemptive right or other preferential right of subscription to any shares of any class of stock or bonds of the Corporation, or to any securities convertible into shares of any class of stock or bonds of the Corporation, nor any right of subscription to any thereof, other than such (if any) as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix, from time to time; and any shares of stock, convertible securities or bonds which the Board of Directors may determine to offer for subscription to the holders of shares of stock may, as the Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(d) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the fair value of such stockholder's stock.

**Thirteenth:** Notwithstanding any other provision of the Charter:

(a) Except as otherwise provided in Section (b) of this Article, any action required or permitted to be taken at a meeting of the stockholders may be taken without a meeting if a unanimous consent which sets forth the action is (i) given in writing or by electronic transmission by each stockholder entitled to vote on the matter; and (ii) filed in paper or electronic form with the records of stockholders meetings.

(b) (1) The holders of any class of stock, other than common stock entitled to vote generally in the election of directors, may take action or consent to any action by delivering a consent in writing or by electronic transmission of the stockholders entitled to cast not less than the minimum number of votes that would be necessary to authorize or take the action at a stockholders meeting if the Corporation gives notice of the action to each holder of the class of stock not later than ten (10) days after the effective time of the action.

(2) The holders of common stock entitled to vote generally in the election of directors may take action or consent to any action by delivering a consent in writing or by electronic transmission of the stockholders entitled to cast not less than the minimum number of votes that would be necessary to authorize or take the action at a stockholders meeting if the Corporation gives notice of the action not later than ten (10) days after the effective date of the action to each holder of the class of common stock and to each stockholder who, if the action had been taken at a meeting, would be entitled to notice of the meeting.

(c) A consent authorized by this Article shall be delivered to the Corporation by delivery to its principal office in the State of Maryland, its resident agent, or the officer or agent of the Corporation that has custody of the book in which proceedings of minutes of stockholders meetings are recorded.

(d) A stockholder may deliver the consent authorized by this Article in paper form, by hand, by certified or registered mail, return receipt requested, or by electronic transmission.

(e) The Board of Directors may adopt reasonable procedures for delivering consents instead of holding a meeting under this Article.

(f) A written consent may not take effect unless written consents signed by a sufficient number of stockholders to take action are delivered to the Corporation within sixty (60) days after the date on which the earliest consent is dated in accordance with procedures adopted under Section (e) of this Article.

**Fourteenth:** The duration of the Corporation shall be perpetual.

The powers and responsibilities of the incorporator shall terminate upon the filing of these Articles of Incorporation.

In Witness Whereof, I, Jenny E. Maloney, as Subscriber to these Articles of Incorporation, acknowledge, on this 4 day of January, 2017, that the matters and facts contained in these Articles of Incorporation are true and correct in all material respects to the best of my knowledge, information and belief, and that the execution of these Articles of Incorporation is my act and deed.

By: Jenny E. Maloney  
Jenny E. Maloney

#### RESIDENT AGENT CONSENT

I, Adin Alai, hereby consent to my designation in these Articles of Incorporation as resident agent in Maryland for the Corporation.

By: Adin Alai  
Adin Alai