

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5087032

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	CHANGE OF NAME	
CONVEYING PARTY DATA		
	Name	Execution Date
	INSTANT TECHNOLOGY LLC	09/29/2017
RECEIVING PARTY DATA		
Name:	OMNIQUITY, INC.	
Street Address:	14945 W. JOMAX	
City:	SURPRISE	
State/Country:	ARIZONA	
Postal Code:	85387	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	15144606
CORRESPONDENCE DATA		
Fax Number:	(303)291-3201	
<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:	3032913200	
Email:	ip@fclaw.com	
Correspondent Name:	FENNEMORE CRAIG P.C.	
Address Line 1:	1700 LINCOLN STREET	
Address Line 2:	SUITE 2400	
Address Line 4:	DENVER, COLORADO 80203	
ATTORNEY DOCKET NUMBER:	OMNI US-1 (045766.0004)	
NAME OF SUBMITTER:	CRAIG H. MACY	
SIGNATURE:	/Craig H. Macy/	
DATE SIGNED:	08/07/2018	
Total Attachments: 9		
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PATENT

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DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

STATEMENT OF CONVERSION

Read the Instructions M085i

1. **CONVERTING ENTITY NAME:** Instant Technology LLC
- 1.1 **CONVERTING ENTITY JURISDICTION OF ORGANIZATION:** Arizona
- 1.2 **CONVERTING ENTITY TYPE** – (e.g., corporation, LLC): LLC
- 1.3 **CONVERTING ENTITY ORIGINAL DATE OF INCORPORATION/ORGANIZATION:** 10/13/2015

2. **CONVERTED ENTITY NAME** (see Instructions):

Omniquity, Inc.

- 2.1 **CONVERTED ENTITY JURISDICTION OF ORGANIZATION:** Delaware

- 2.2 **CONVERTED ENTITY TYPE** – Check only one and follow instructions:

- ☐ **Arizona corporation** – attach to this Statement the Articles of Incorporation.
- ☐ **Arizona LLC** – attach to this Statement the Articles of Organization.
- ☐ **Arizona limited liability partnership** – attach to this Statement the Statement of Qualification.
NOTE – partnerships must also file with the Arizona Secretary of State.
- ☐ **Foreign corporation seeking registration with the A.C.C.** – attach to this Statement the Application for Authority.
- ☐ **Foreign LLC seeking registration with the A.C.C.** – attach to this Statement the Application for Registration.
- ☒ **Foreign corporation, LLC, or other entity that is not, and will not, be registered with the A.C.C.**

3. **FOREIGN CONVERTED ENTITY, NOT QUALIFIED IN ARIZONA – MAILING ADDRESS** (foreign entities that are not and will not be qualified to transact business or conduct affairs in Arizona must provide a mailing address to which service of process may be mailed):

Attention (optional)		
Address 1		
Address 2 (optional)		
City	State or Province	Zip
Country		

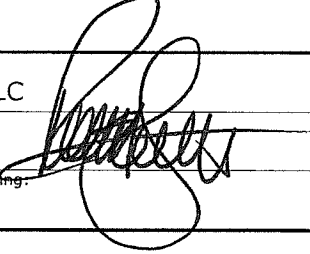
4. APPROVAL OF CONVERSION – (applies to the converting entity):

By the signatures appearing on this Statement of Conversion, the converting entity declares under the penalty of perjury that the plan of conversion was approved by the Arizona converting entity in accordance with A.R.S. § 29-2203, or, if the converting entity is a foreign entity, in accordance with the laws of its jurisdiction of organization.

5. DELAYED EFFECTIVE DATE – Complete this section only if the conversion will have a *delayed* effective date of not more than 90 days after delivery of the Statement to the A.C.C. – list that date below:

SIGNATURES: The converting entity must sign.

The signer of this Statement declares and certifies *under penalty of perjury* that this Statement together with any attachments is submitted in compliance with Arizona law.

Entity Name: Instant Technology LLC	
Signature: 	Date:
Print name and title of person signing: Robert Laizure, Sr.	

Filing Fee: \$100.00 (corporations) \$50 (LLCs) Expedited processing – add \$35.00 to filing fee. All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

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
"OMNIQUITY, INC." FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY
OF SEPTEMBER, A.D. 2017, AT 7:43 O`CLOCK P.M.

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


Jeffrey W. Bullock, Secretary of State

6561874 8100F
SR# 20176413247

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

Authentication: 203327683
Date: 10-02-17

PATENT
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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 THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN ARIZONA LIMITED LIABILITY COMPANY UNDER THE NAME OF "INSTANT TECHNOLOGY LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "INSTANT TECHNOLOGY LLC" TO "OMNIQUITY, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2017, AT 7:43 O`CLOCK P.M.

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



A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

6561874 8100F
SR# 20176413247

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

Authentication: 203327683
Date: 10-02-17

PATENT
REEL: 046737 FRAME: 0238

STATE OF DELAWARE
CERTIFICATE OF CONVERSION


OF
INSTANT TECHNOLOGY LLC
FROM AN ARIZONA LIMITED LIABILITY COMPANY TO
A DELAWARE CORPORATION PURSUANT TO SECTION 265
THE DELAWARE GENERAL CORPORATION LAW

This Certificate of Conversion is duly executed and filed by Instant Technology LLC, an Arizona limited liability company (the "LLC"), to convert the LLC to Omniquity, Inc., a Delaware corporation (the "**Corporation**"), under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, *et seq.*) and the General Corporation Law of the State of Delaware (8 Del. C. §101, *et seq.*).

- FIRST: The jurisdiction where the LLC first formed is the State of Arizona.
- SECOND: The jurisdiction in which the LLC was formed immediately prior to filing this Certificate of Conversion is the State of Arizona.
- THIRD: The date the LLC first formed is October 13, 2015.
- FOURTH: The name of the LLC immediately prior to filing this Certificate of Conversion is Instant Technology LLC, an Arizona limited liability company.
- FIFTH: The name of the Corporation as set forth in the Certificate of Incorporation is Omniquity, Inc., a Delaware corporation.

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of Instant Technology LLC, has executed this Certificate of Conversion on September 29, 2017.

INSTANT TECHNOLOGY LLC

By: 
Robert Laizure, Sr., Manager

**CERTIFICATE OF INCORPORATION
OF
OMNIQUITY, INC.**

FIRST: The name of the corporation is Omniquity, Inc. (the "**Corporation**").

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

THIRD: 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**").

FOURTH: The total number of shares of all classes of stock the Corporation shall have the authority to issue is Ten Million (10,000,000), of which Ten Million (10,000,000) shares are hereby designated Common Stock, \$0.00001 par value per share ("**Common Stock**").

A. Common Stock. Of the Ten Million (10,000,000) shares of Common Stock, (i) Eight Million (8,000,000) shares of Common Stock are hereby designated "**Voting Common Stock**", and (ii) Two Million (2,000,000) shares of Common Stock are hereby designated "**Nonvoting Common Stock**".

1. Voting Common Stock. The holders of the Voting Common Stock are entitled to one vote for each share of Voting Common Stock held at all meetings of stockholders (and written actions in lieu of meetings). There shall be no cumulative voting. The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of shares of capital stock of the Corporation representing a majority of the votes represented by all outstanding shares of capital stock of the Corporation entitled to vote, irrespective of the provisions of Section 242(b)(2) of the General Corporation Law.

2. Nonvoting Common Stock. The Nonvoting Common Stock is nonvoting, and no holder of shares of the Nonvoting Common Stock shall be entitled to any votes with respect to any share thereof held with respect to any matter presented to the stockholders of the Corporation for their action or consideration at any meeting of stockholders of the Corporation (or by written consent of stockholders in lieu of meeting). In general, the rights of a share of Nonvoting Common Stock shall be identical to the rights of a share of Voting Common Stock, except that a share of Nonvoting Common Stock shall not have any voting rights, including for the absence of doubt any rights to elect directors.

FIFTH: The name and mailing address of the incorporator are as follows:

Robert Laizure, Sr.
14945 West Jomax Road
Surprise, Arizona 85387

The powers of the incorporator shall terminate upon the filing of this Certificate of Incorporation.

SIXTH: The names and addresses of the initial Directors of the Corporation are as follows:

Bill Jamaca
201 Heritage Ln.
Pleasanton, CA 94566

SEVENTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation shall have the power to make, alter, amend, change, add to or repeal the bylaws of the Corporation.

EIGHTH: Elections of directors need not be by written ballot unless the bylaws of the Corporation shall so provide.

NINTH: The Corporation 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 statute.

TENTH: A director of the Corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent that the elimination or limitation of liability is prohibited under the DGCL as in effect when such liability is determined. No amendment, repeal or modification of this provision shall deprive a director of the benefits hereof with respect to any act or omission occurring prior to such amendment, repeal or modification.

ELEVENTH: To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which DGCL permits the Corporation to provide indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the DGCL. Any amendment, repeal or modification of the foregoing provisions of this provision shall not adversely affect any right or protection of any director, officer or other agent of the Corporation existing at the time of such amendment, repeal or modification.

TWELFTH: The Corporation renounces, to the fullest extent permitted by law, any interest or expectancy of the Corporation in, or in being offered an opportunity to participate in, any Excluded Opportunity. An "Excluded Opportunity" is any matter, transaction or interest that is presented to, or acquired, created or developed by, or which otherwise comes into the possession of any director of the Corporation who is not an employee of the Corporation or any of its subsidiaries (collectively, "Covered Persons"), unless such matter, transaction or interest is presented to, or acquired, created or developed by, or otherwise comes into the possession of, a Covered Person expressly and solely in such Covered Person's capacity as a director of the Corporation.

THIRTEENTH: Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for the Corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under the provision of Section 279 of Title 8 of the Delaware Code, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation, as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned incorporator has caused this Certificate of Incorporation to be duly executed on September 29, 2017.



Robert Lazure, Sr., Incorporator