

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT6712279

<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>
ROSETTA STONE LTD.		03/11/2021
<b>RECEIVING PARTY DATA</b>		
<b>Name:</b>	ROSETTA STONE LLC	
<b>Street Address:</b>	135 W MARKET STREET	
<b>City:</b>	HARRISONBURG	
<b>State/Country:</b>	VIRGINIA	
<b>Postal Code:</b>	22801	
<b>PROPERTY NUMBERS Total: 16</b>		
<b>Property Type</b>	<b>Number</b>	
Patent Number:	8880399	
Patent Number:	8308484	
Patent Number:	8002551	
Patent Number:	7524191	
Patent Number:	8645135	
Patent Number:	8840400	
Patent Number:	8768697	
Patent Number:	8972259	
Patent Number:	10068569	
Patent Number:	10679616	
Patent Number:	9911349	
Patent Number:	9424834	
Patent Number:	10210769	
Patent Number:	9135086	
Patent Number:	9954938	
Patent Number:	10812575	
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(202)416-7212	
<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>		

PATENT

**Phone:** 2028356212  
**Email:** docket@bakermckenzie.com  
**Correspondent Name:** BAKER & MCKENZIE LLP  
**Address Line 1:** 1900 N. PEARL, SUITE 1500  
**Address Line 2:** ATTN: PATENT DEPARTMENT  
**Address Line 4:** DALLAS, TEXAS 75201

<b>ATTORNEY DOCKET NUMBER:</b>	10076351-50854991
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<b>NAME OF SUBMITTER:</b>	NHIA LEE
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<b>SIGNATURE:</b>	/Nhia Lee/
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<b>DATE SIGNED:</b>	05/17/2021
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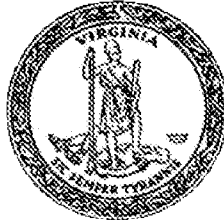
**Total Attachments: 3**

source=Filed - Virginia Articles of Entity Conversion of Rosetta Stone Ltd. - (2021-03-11)  
(121810984.1)[1]#page1.tif

source=Filed - Virginia Articles of Entity Conversion of Rosetta Stone Ltd. - (2021-03-11)  
(121810984.1)[1]#page2.tif

source=Filed - Virginia Articles of Entity Conversion of Rosetta Stone Ltd. - (2021-03-11)  
(121810984.1)[1]#page3.tif

# Commonwealth of Virginia



## STATE CORPORATION COMMISSION

Richmond, March 11, 2021

This is to certify that the certificate of entity conversion of

### **Rosetta Stone LLC**

was this day issued and admitted to record in this office and that the said limited liability company is authorized to transact its business subject to all Virginia laws applicable to the limited liability company and its business.

Effective date: March 11, 2021



STATE CORPORATION COMMISSION

Attest:

A handwritten signature in cursive script, reading "Bernard J. Stynes".

Clerk of the Commission

ARTICLES OF ENTITY CONVERSION OF

ROSETTA STONE LTD.

March 11, 2021

Pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia, the undersigned, on behalf of the corporation set forth below, states as follows:

- Article I:** The name of the Virginia corporation immediately before the filing of these articles of entity conversion is Rosetta Stone Ltd. The corporation shall convert to a Virginia limited liability company and its name shall be Rosetta Stone LLC.
- Article II:** The converting corporation was originally incorporated on May 13, 1992 as a stock corporation with the name Fairfield & Sons, Ltd., which changed its name to Rosetta Stone Ltd. on April 16, 2007.
- Article III:** The plan of entity conversion, pursuant to § 13.1-722.10 of the Code of Virginia, is set forth as follows:
- A. The full text of the articles of organization of the resulting limited liability company as they will be in effect upon consummation of the conversion is attached hereto.
  - B. The shares held by the sole shareholder will be converted into a 100% membership interest in the resulting limited liability company.
- Article IV:** The plan of entity conversion was approved by the sole shareholder on March 11, 2021.

Signature

Signature:  Date: March 11, 2021

Barbara Benson Chief Financial Officer

SCC ID #: 03925369



Form  
LLC1011  
(Rev. 08/20)

State Corporation  
Commission

## Articles of Organization of a Virginia Limited Liability Company

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia, the undersigned state(s) as follows:

**Article I** The limited liability company's name:

Rosetta Stone LLC

(The name must contain the words limited company or limited liability company or the abbreviation L.C., LC, L.L.C., or LLC)

**Article II** A. The name of the LLC's initial registered agent: Cogency Global Inc.

B. The initial registered agent is: (Mark appropriate box.)

(1) an INDIVIDUAL who is a resident of Virginia and

- ☐ a member or manager of the LLC.
- ☐ a member or manager of a limited liability company that is a member or manager of the LLC.
- ☐ an officer or director of a corporation that is a member or manager of the LLC.
- ☐ a general partner of a general or limited partnership that is a member or manager of the LLC.
- ☐ a trustee of a trust that is a member or manager of the LLC.
- ☐ a member of the Virginia State Bar.

OR

(2) ☒ a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

**Article III** A. The LLC's initial registered office address, including the street and number, if any, which is identical to the business office of the registered agent, is

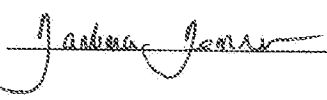
250 Browns Hill Court Midlothian VA 23114  
(number/street) (city or town) (state) (zip)

B. The registered office is located in the ☒ county or ☐ city of Chesterfield County

**Article IV** The LLC's principal office address, including the street and number, is

135 W Market Street Harrisonburg VA 22801-0000  
(number/street) (city or town) (state) (zip)

### Signature(s) of Organizer(s):

Signature	Printed Name	Date	Tel. # (optional)	Email Address (optional)
	Barbara Benson	3/10/21		

Business Tel. # (optional)

Business Email Address (optional)

Required Fee: \$100.00

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RECORDED: 05/17/2021

REEL: 056256 FRAME: 0607