

**FILED**  
 In the Office of the  
 Secretary of State of Texas  
**JUN 27 2014**

**CERTIFICATE OF CONVERSION OF A LIMITED PARTNERSHIP  
 CONVERTING TO A  
 LIMITED LIABILITY COMPANY**

**Corporations Section**

The undersigned submits this certificate of conversion pursuant to chapter 10 of the Texas Business Organizations Code ("TBOC").

**Converting Entity Information**

The name of the converting limited partnership is Rubicon Communications, LP.

The jurisdiction of formation of the limited partnership is Texas.

The date of formation of the limited partnership is September 27, 2004.

The file number, if any, issued to the limited partnership by the secretary of state is 800394522.

**Converted Entity Information**

The limited partnership named above is converting to a limited liability company. The name of the limited liability company is:

Rubicon Communications, LLC.

The limited liability company will be formed under the laws of Texas.

**Alternative Statements**

In lieu of providing the plan of conversion, the limited partnership certifies that:

1. A signed plan of conversion is on file at the principal place of business of the limited partnership, the converting entity. The address of the principal place of business of the limited partnership is 7212 McNeil Drive, Suite 204, Austin, Texas 78729.
2. A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is 7212 McNeil Drive, Suite 204, Austin, Texas 78729.
3. A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

**Certificate of Formation for the Converted Entity**

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached as either an attachment or exhibit to this certificate of conversion.

Rubicon Communications, LP Ex. 1031  
 Rubicon Communications, LP vs. LEGO A/S

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### **Approval of the Plan of Conversion**

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

### **Effectiveness of Filing**

This document becomes effective at a later date which is not more than ninety (90) days from the date of signing. The delayed effective date is July 1, 2014.

### **Tax Certificate**

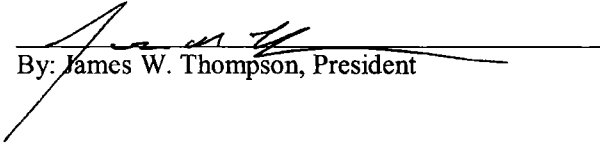
In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for payment of any franchise taxes.

### **Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code to execute the filing instrument.

Date: June 26, 2014

Rubicon Communications Management Group, LLC

  
By: James W. Thompson, President