

MRP 8-6-2004

08-09-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORD TRA



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DEPARTMENT OF COMMERCE S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Erwin Industries, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 11/15/2001

2. Name and address of receiving party(ies)

Name: Erwin Industries, LLC

Internal

Address:

Street Address: 7830 Freeway Circle

City: Middleburg State: OH Zip: 44130

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State

Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) N/A

B. Trademark Registration No.(s)

2,427,302 and 2,423,671

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Randolph R. Smith, Jr., Esq.

Internal Address: Holland & Knight LLP Suite 2000 One Atlantic Center

Street Address: 1201 W. Peachtree St., N.W.

City: Atlanta State: GA Zip: 30309-3400

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$ 65

- Enclosed [paid 8/29/03] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Signature of Randolph R. Smith, Jr., Esq.

Signature of Randolph R. Smith, Jr.

Date 4/20/04

Total number of pages including cover sheet, attachments, and document: 7

08/10/2004 GTON11 00000110 2427302

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 40.00 OP 02 FC:8522 25.00 OP

TRADEMARK REEL: 002915 FRAME: 0284

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 11/08/2001
REQUEST NUMBER: 01312524

CHARTER/QUALIFICATION DATE: 10/09/1986
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0179065
JURISDICTION: TENNESSEE

TO:
CFS
8161 HWY 100

NASHVILLE, TN 37221

REQUESTED BY:
CFS
8161 HWY 100

NASHVILLE, TN 37221

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"ERWIN INDUSTRIES, LLC"

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE
ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE
DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION									
			NAM	DUR	STK	PRN	OFC	AGT	INC	MAL	FYC	
4338-0061	11/05/2001	LLC CONVERSION	X		X	X						

FOR: REQUEST FOR COPIES

ON DATE: 11/08/01

FEEES

FROM:
CFS
8161 HIGHWAY 100
#172
NASHVILLE, TN 37221-0000

RECEIVED: \$440.00 \$0.00
TOTAL PAYMENT RECEIVED: \$440.00

RECEIPT NUMBER: 00002957951
ACCOUNT NUMBER: 00101230



SS-4458

Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

TRADEMARK
REEL: 002915 FRAME: 0285

67

State of Tennessee



4338 0061

For Office Use Only

ARTICLES OF CONVERSION
(For-Profit Corporation into LLC)

Department of State
Corporate Filings
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

RECEIVED
STATE OF TENNESSEE
01 NOV -5 AM 11:30
RILEY DARNELL
SECRETARY OF STATE

Pursuant to the provisions of Section 48-21-111 of the Tennessee Business Corporation Act, the undersigned domestic for-profit corporation hereby adopts the following articles of conversion:

- The corporation was converted to a limited liability company from a corporation.
- The name and principal business address of the former corporation was:
Erwin Industries, Inc.
700 N. Main Street
Bulls Gap, Tennessee 37711
- The SOS Control Number of the former corporation (if known) is:
0179065
- The Plan of Conversion is attached to these Articles of Conversion and is incorporated herein by reference.
- Articles of Organization of the limited liability company which satisfy Section 48-205-101 of the Tennessee Limited Liability Company Act are included in the Plan of Conversion.
- The terms and conditions of the conversion have been approved by the unanimous vote of the shareholders.
- The number of members of the limited liability company at the date of conversion is
one (1)

11-05-01

Signature Date

Signature

President

Signer's Capacity

Ronald D. Erwin

Name (typed or printed)

**PLAN OF CONVERSION
OF
ERWIN INDUSTRIES, INC.**

This Plan of Conversion of ERWIN INDUSTRIES, INC., a Tennessee corporation (the "Company"), is made pursuant to Section 48-21-111 of the Tennessee Business Corporation Act to elect to become a limited liability company under the Tennessee Limited Liability Company Act.

I.

The name of the limited liability company formed shall be ERWIN INDUSTRIES, LLC.

II.

The manner for converting the shares of stock of the Company into interests of the limited liability company is as follows: all of the shares of stock of the Company shall be converted into 100% of the membership interests in the limited liability company.

III.

The effective time and date of this conversion shall be upon the filing of this Plan of Conversion with the Tennessee Secretary of State.

IV.

The Articles of Organization that shall be the Articles of Organization of the Company, until modified in accordance with the Tennessee Limited Liability Company Act, are attached hereto as **Exhibit A** and are incorporated herein by reference.

V.

Notification of the approval of the conversion will be deemed to be execution of the operating agreement by the persons who will be the members of the limited liability company.

IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion as of November 5, 2001.

ERWIN INDUSTRIES, INC.

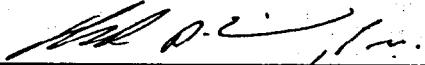
By: 
Ronald D. Erwin, President

EXHIBIT A

**ARTICLES OF ORGANIZATION
OF
ERWIN INDUSTRIES, LLC**

I.

The name of the Limited Liability Company is Erwin Industries, LLC.

II.

The name and complete address of the Limited Liability Company's initial registered agent and office located in the State of Tennessee is Jill Doud, 700 N. Main Street, Bulls Gap, Hawkins County, Tennessee 37711.

III.

The name and address of the organizer of this Limited Liability Company is :

Ronald D. Erwin
525 Clubhouse Drive
Peachtree City, Georgia 30269

IV.

The Limited Liability Company will be manager managed.

V.

The number of members of the Limited Liability Company at the date of filing is one (1).

VI.

The complete address of the Limited Liability Company's principal executive office is 525 Clubhouse Drive, Peachtree City, Georgia 30269.

*

VII.

The Limited Liability Company shall have perpetual duration.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of November 5, 2001.



Ronald D. Erwin, Organizer