

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Manufacturers' Sales Agency		05/11/2004	PARTNERSHIP: TENNESSEE
RECEIVING PARTY DATA			
Name:	Manufacturers' Sales Agency, LLC		
Street Address:	7727 Wilmington Drive		
City:	Knoxville		
State/Country:	TENNESSEE		
Postal Code:	37919		
Entity Type:	LIMITED LIABILITY COMPANY: TENNESSEE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78261541	SUPER CHARGED THUND'R BLAST	
CORRESPONDENCE DATA			
Fax Number:	(202)344-8300		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202 344-4000		
Email:	rwhite@venable.com, adprice@venable.com		
Correspondent Name:	Andrew D. Price, Venable LLP		
Address Line 1:	575 7th Street, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	43105-203596		
NAME OF SUBMITTER:	Andrew D. Price		
Signature:	/adp/		
Date:	10/05/2005		

CH \$40.00 78261541

Total Attachments: 2
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source=conversion#page2.tif

FILED

FILED
For Office Use Only

State of Tennessee



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

ARTICLES OF CONVERSION
OF A LIMITED
LIABILITY COMPANY

2004 MAY 13 AM 10:12
SECRETARY OF STATE

Pursuant to the provisions of Section 48-204-101(b) and (c) of the Tennessee Limited Liability Company Act, the undersigned hereby adopts the following:

1. The Limited Partnership or General Partnership was converted to a Limited Liability company from a Limited Partnership or a General Partnership. Name of the LLC: Manufacturers' Sales Agency, LLC

2. Please insert the principal address: 5251 Lance Drive
Knoxville, TN 37909

3. Please insert the name and the principal address of the former Limited Partnership or General Partnership:
Manufacturers' Sales Agency STEVE HALL
5251 Lance Drive, Knoxville, TN 37909 REGISTER OF DEEDS
(Name) (Address) KNOX COUNTY

4. The name and address of the Limited Liability Company's initial registered agent and office in Tennessee is:
R. Scott Elmore, Esq.
5301 Kingston Pike Knoxville Tennessee 37919
(Name) (Street Address) (City) (State/Zip Code)
Knox (County)

5. Please list the names and addresses of the members organizing and/or members in the Limited Liability Company:
Scott W. Ellis, 5251 Lance Drive, Knoxville, Tennessee 37909
James L. Ellis, 5251 Lance Drive, Knoxville, Tennessee 37909
Vivian H. Ellis, 5251 Lance Drive, Knoxville, Tennessee 37909

6. Please insert the names of each general partner(s) or the names of each limited partnership's general partners:
Scott W. Ellis
James L. Ellis
Vivian H. Ellis

7. Please mark the block that applies:
 The terms and conditions of the conversion have been approved by the unanimous vote of the partners.
 By the number or percentage specified for conversion in the partnership agreement.

8. The Limited Liability Company will be: (NOTE: PLEASE MARK APPLICABLE BOX) Board Managed Member Managed

9. Please insert the number of members of the Limited Liability Company at the date of conversion 3

10. Period of Duration: 50 years

11. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is:
Date N/A Time _____

12. If the Limited Partnership was filed in the Register of Deeds prior to January 1, 1989, and did not elect to be governed by Chapter 2 of Title 61 of the Tennessee Code Annotated, as amended, please insert a statement indicating which county Register of Deeds office the certificate of limited partnership and all amendments thereto were filed, including the date of the filings and the book(s) and page(s) or other file reference number(s).

May 11, 2004
Signature Date

Scott W. Ellis
Signature

Chief Manager
Signer's Capacity

Scott W. Ellis
Name (typed or printed)

SS-4248 (Rev. 7/00)



RDA 2458

Instr: 200406100113520 Page: 1 OF 1
REC'D FOR REC 05/10/2004 9:36:32AM
RECORD FEE: \$7.00
M. TAX: \$0.00 T. TAX: \$0.00

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

DATE: 05/13/04
 REQUEST NUMBER: 5135-1420
 TELEPHONE CONTACT: (615) 741-2286
 FILE DATE/TIME: 05/13/04 1012
 EFFECTIVE DATE/TIME: 05/13/04 1012
 CONTROL NUMBER: 0469607

TO:
 THE ELMORE LAW FIRM, P.C.
 5301 KINGSTON PIKE
 KNOXVILLE, TN 37919

RE:
 MANUFACTURERS' SALES AGENCY, LLC
 ARTICLES OF CONVERSION - LIMITED LIABILITY
 COMPANY

CONGRATULATIONS UPON THE FORMATION OF THE LIMITED LIABILITY COMPANY IN THE STATE OF TENNESSEE WHICH IS EFFECTIVE AS INDICATED ABOVE.

A LIMITED LIABILITY COMPANY ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE

LIMITED LIABILITY COMPANY'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE LIMITED LIABILITY COMPANY AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE LIMITED LIABILITY COMPANY TO ADMINISTRATIVE DISSOLUTION

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A LIMITED LIABILITY COMPANY HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF CONVERSION - LIMITED LIABILITY COMPANY

ON DATE: 05/13/04

FROM:
 ELMORE LAW FIRM
 5301 KINGSTON PIKE

	FEES	
RECEIVED:	\$300.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$300.00

KNOXVILLE, TN 37919-0000

RECEIPT NUMBER: 00003508392
 ACCOUNT NUMBER: 00039258



Riley C. Darnell

RILEY C. DARNELL
 SECRETARY OF STATE

SS-4438