

## 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
The Hammerblow Corporation		12/27/2004	CORPORATION: WISCONSIN

## RECEIVING PARTY DATA

Name:	The Hammerblow Company, LLC
Street Address:	8025 Excelsior Drive
Internal Address:	Suite 200
City:	Madison
State/Country:	WISCONSIN
Postal Code:	53717
Entity Type:	LIMITED LIABILITY COMPANY: WISCONSIN

## PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2394523	BULLDOG
Registration Number:	2523203	ECLIPSE BY HAMMERBLOW
Registration Number:	1468027	CROWN
Registration Number:	2619566	
Registration Number:	0923108	HB

## CORRESPONDENCE DATA

Fax Number: (216)348-5474

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 2163485400

Email: ip@mcdonaldhopkins.com

Correspondent Name: Grant A. Monachino

Address Line 1: 600 Superior Avenue, East

Address Line 2: Suite 2100

Address Line 4: Cleveland, OHIO 44114

900060251

TRADEMARK  
REEL: 003409 FRAME: 0702

OP \$140.00 2394523

ATTORNEY DOCKET NUMBER:	18789-00008
NAME OF SUBMITTER:	Grant A. Monachino
Signature:	/grantamonachino/
Date:	10/16/2006
<p>Total Attachments: 7 source=1878917conversion#page1.tif source=1878917conversion#page2.tif source=1878917conversion#page3.tif source=1878917conversion#page4.tif source=1878917conversion#page5.tif source=1878917conversion#page6.tif source=1878917conversion#page7.tif</p>	

United States of America

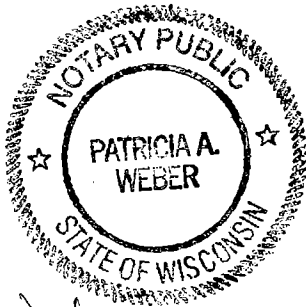
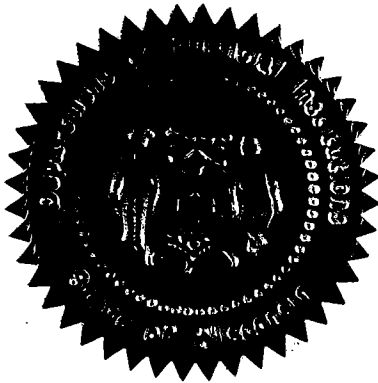
State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS



To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Expedited Service Specialist of the Corporation Section of the Division of Corporate & Consumer Services, does hereby certify that the annexed copy has been compared by me with the record on file in this Section and that the same is a true copy thereof, and of the whole of such record; that I am the legal custodian of such record, and that this certification is in due form.



*Patricia A. Weber*

PATRICIA A. WEBER

Notary Public, State of Wisconsin

My commission expires JULY 13, 2008

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on February 3, 2006.

*Robert J. Karis*

ROBERT J. KARIS  
Expedited Service Specialist  
Corporation Section

State of Wisconsin

County of Dane

} ss.

Personally came before me on February 3, 2006 the aforementioned Robert J. Karis, to me known to be the person who executed the foregoing certificate, and acknowledged the same.

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

TRADEMARK  
REEL: 003409 FRAME: 0704

Sec. 179.76(3) & (5),  
180.1161(3) & (5),  
181.1161(3) & (5) and  
183.1207(3) & (5),  
Wis. Stats.

State of Wisconsin  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
Division of Corporate & Consumer Services



## CERTIFICATE OF CONVERSION

### 1. Before conversion:

Company Name:		
The Hammerblow Corporation <i>1 H 0 9 5 4 8</i>		
Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of  <u>Wisconsin</u> (state or country *)
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	
	<i>Imaged</i>	

\* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

### 2. After conversion:

Company Name:		DEC 30 2004 12:20 PM
The Hammerblow Company, LLC <i>OK</i>		<i>267583</i> <i>DCORP150</i> <i>\$150.00</i>
Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of  <u>Wisconsin</u> (state or country)
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

DEC 30 2004 12:20 PM  
267583 EXPEDITE25

\$25.00

**FILING FEE - \$150.00**

DFI/CORP/1000(R02/10/03) Use of this form is mandatory.

1 of 8

3. A Plan of Conversion containing all the following parts is attached as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. (NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is optional.)
- G. Other provisions relating to the conversion, as determined by the business entity.

4. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

5. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION**:

Registered Agent (Agent for Service of Process):  CT Corporation System	Registered Office:  8025 Excelsior Drive, Suite 200, Madison, WI 53717
Additional Entry for a Limited Partnership only →	Record Office:

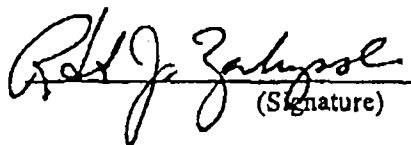
6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION**:

Registered Agent (Agent for Service of Process):  CT Corporation System	Registered Office in WI (Street & Number, City, State (WI) and ZIP code):  8025 Excelsior Drive, Suite 200, Madison, WI 53717
Additional Entry for a Limited Partnership only →	Record Office:

DFV/CORP/1000(R02/10/03)

2 of 8

7. Executed on December 27, 2004 (date) by the business entity PRIOR TO ITS CONVERSION.

  
(Signature)

Mark (X) below the title of the person executing the document.

For a limited partnership

Title: ☐ General Partner

For a limited liability company

Title: ☐ Member OR ☐ Manager

Robert Zalupski

(Printed Name)

For a corporation

Title: ☐ President OR ☐ Secretary  
or other officer title

Vice President & Treasurer

**INSTRUCTIONS** (Ref. Ss. 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Submit one original and one exact copy to Department of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a filing fee of \$150.00, payable to the department. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave, 3<sup>rd</sup> Floor, Madison WI, 53703.) Sign the document manually or otherwise as allowed under sec. 179.14 (1g) (c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g) (c). **NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing impaired may call 608-266-8818 for TDY. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Enter the company name, type of business entity, and state of organization of business entity after conversion.

3. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is optional.

DFI/CORP/1000I(R02/10/03)

3 of 8

Sec. 179.76(3) & (5),  
180.1161(3) & (5),  
181.1161(3) & (5) and  
183.1207(3) & (5),  
Wis. Stats.

( T E M P L A T E )  
State of Wisconsin  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
Division of Corporate & Consumer Services



EXHIBIT A

PLAN OF CONVERSION

1. Before conversion:

Company Name:

The Hammerblow Corporation

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of  Wisconsin (state or country)
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

2. After conversion:

Company Name:

The Hammerblow Company, LLC

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of  Wisconsin (state or country)
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

3. The terms and conditions of the conversion.

The Company is a Wisconsin corporation with a sole shareholder. Following the conversion, the Company will be a Wisconsin limited liability company with a sole member (who was formerly the sole shareholder of the Company prior to the conversion). Following conversion, the Company will be operated in accordance with its Articles of Organization (attached as Exhibit B hereto) and its operating agreement (if any).

4. The manner and basis of converting the shares or other ownership interests of the business entity that it to be converted into shares or other ownership interests of the new form of business entity.

Each share of the Company outstanding at the effective time of the conversion will be converted into a corresponding proportionate ownership interest in the Company following the conversion. The sole shareholder of the Company prior to the conversion will become the sole member of the Company after its conversion into a limited liability company.

5. Other provisions relating to the conversion, as determined by the business entity.

N/A

6. (OPTIONAL) Effective Date and Time of Conversion

The effective date and time of conversion shall be December 31, 2004 (date) at 12:00 Midnight (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached as Exhibit B.

(NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is optional)

( Attach the appropriate governing document after conversion as Exhibit B )

Sec. 183.0202  
Wis. Stats.

State of Wisconsin  
Department of Financial Institutions  
Division of Corporate and Consumer Services



## ARTICLES OF ORGANIZATION - LIMITED LIABILITY COMPANY

Executed by the undersigned for the purpose of forming a Wisconsin limited liability company under Ch. 183 of the Wisconsin Statutes:

Article 1. Name of the limited liability company:

The Hammerblow Company, LLC

Article 2. The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: C T Corporation System

Article 4. Street address of the initial registered office:  
(The complete address, including street and number, if assigned, and ZIP code. P O Box address may be included as part of the address, but is insufficient alone.)

8025 Excelsior Drive,

Suite 200,

Madison, WI 53717

Article 5. Management of the limited liability company shall be vested in:  
(Select and check (X) the one appropriate choice below)

☒ a manager or managers

OR

☐ its members

Article 6. Name and complete address of each organizer:

Ellen Brisson  
39400 Woodward Avenue  
Suite 130  
Bloomfield Hills, MI 48304

Organizer's signature

Organizer's signature

This document was drafted by Ellen Brisson

(Name the individual who drafted the document)

➤ OPTIONAL - Second choice company name if first choice is not available:

**FILING FEE - \$170.00** See instructions, suggestions, and procedures on following pages.  
(Note: Electronic edition of this form is "Quickstart LLC," available at [www.wdfr.org](http://www.wdfr.org) at a lower fee.)  
DFI/CORP/502(R04/22/03) Use of this form is voluntary.

1 of 2