

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Conversion of Corporate Identity	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
McKenzie Sports Products, Inc.		08/30/2006	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	McKenzie Sports Products, LLC		
Street Address:	327 Hillsborough Street		
City:	Raleigh		
State/Country:	NORTH CAROLINA		
Postal Code:	27603		
Entity Type:	LIMITED LIABILITY COMPANY: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3736077	WALL HABITAT	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	032624-12 JES		
NAME OF SUBMITTER:	John E. Slaughter		
Signature:	/John E. Slaughter/		

OP \$40.00 3736077

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**TRADEMARK
 REEL: 004148 FRAME: 0081**

Date:

02/11/2010

Total Attachments: 3

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 Date Filed: 8/30/2006 4:32:00 PM
 Elaine F. Marshall
 North Carolina Secretary of State
 C200624200264

State of North Carolina
 Department of the Secretary of State

ARTICLES OF ORGANIZATION
 INCLUDING ARTICLES OF CONVERSION

Pursuant to §§ 57C-2-21, 57C-9A-01 and 57C-9A-03 of the General Statutes of North Carolina, the undersigned converting business entity does hereby submit these Articles of Organization Including Articles of Conversion for the purpose of forming a limited liability company.

- The name of the limited liability company is: McKenzie Sports Products, LLC. The limited liability company is being formed pursuant to a conversion of another business entity.
- The name of the converting business entity is McKenzie Sports Products, Inc. and the organization and internal affairs of the converting business entity are governed by the laws of the state or country of North Carolina. A plan of conversion has been approved by the converting business entity as required by law.
- The converting business entity is a (check one): domestic corporation; foreign corporation; foreign limited liability company; domestic limited partnership; foreign limited partnership; domestic registered limited liability partnership; foreign limited liability partnership; or other partnership as defined in G.S. 59-36, whether or not formed under the laws of North Carolina.
- If the limited liability company is to dissolve by a specific date, the latest date on which the limited liability company is to dissolve: (If no date for dissolution is specified, there shall be no limit on the duration of the limited liability company.) n/a
- The name and address of each person executing these articles of organization is as follows: (State whether each person is executing these articles of organization in the capacity of a member, organizer or both).
McKenzie Holding, Inc. — MEMBER
C/O RFE INVESTMENT PARTNERS
36 GROVE STREET
NEW CANAAN, CT 06840
- The street address and county of the initial registered office of the limited liability company is:

Number and Street 327 Hillsborough Street

City, State, Zip Code Raleigh, NC 27603 County Wake

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 (Revised January 2002)

P.O. BOX 29622

RALEIGH, NC 27626-0622
 (Form L-01A)

7. The mailing address, *if different from the street address*, of the initial registered office is:

1910 St. Luke's Church Road

Salisbury, NC 28146

8. The name of the initial registered agent is: Corporation Service Company

9. Principal office information: (Select either a or b.)

a. The limited liability company has a principal office.

• The street address and county of the principal office of the limited liability company is:

Number and

Street _____

City, State, Zip

Code _____ County _____

• The mailing address, *if different from the street address*, of the principal office of the limited liability company is:

b. The limited liability company does not have a principal office.

10. Check one of the following:

(i) *Member-managed LLC*: all members by virtue of their status as members shall be managers of this limited liability company.

(ii) *Manager-managed LLC*: except as provided by N.C.G.S. Section 57C-3-20(a), the members of this limited liability company shall not be managers by virtue of their status as members.

11. Any other provisions which the limited liability company elects to include are attached.

12. These articles will be effective upon filing, unless a date and/or time is specified:

This is the 30 day of August, 2006.

McKenzie Sports Products, LLC

By: McKenzie Holding, Inc., its Member



Signature

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By: James Parsons, President

Type or Print Name and Title

NOTES:

1. Filing fee is \$125. This document must be filed with the Secretary of State.

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