

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
Keraplast Technologies, Ltd.		05/11/2010	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	Keraplast Technologies, LLC
Street Address:	19210 Huebner Rd.
City:	San Antonio
State/Country:	TEXAS
Postal Code:	78258
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	3192151	KERATEC
Registration Number:	3188457	KERATEC
Serial Number:	77864781	FUNCTIONAL KERATIN
Serial Number:	77864820	FUNCTIONALIZED KERATIN
Serial Number:	77864857	KERAFILM
Serial Number:	77865624	KERAFLEX
Serial Number:	77864843	KERAGEL
Serial Number:	77969139	KERAHEAL
Serial Number:	77865634	KERAMATRIX
Serial Number:	77865608	KERASORB

CORRESPONDENCE DATA

Fax Number: (901)577-0783
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900163295

**TRADEMARK
 REEL: 004214 FRAME: 0797**

OP \$265.00 3192151

Email: wrobertson@bakerdonelson.com
Correspondent Name: Wendy Robertson
Address Line 1: 6060 Poplar Avenue, Suite 440
Address Line 2: Baker, Donelson, Bearman, Caldwell & Ber
Address Line 4: Memphis, TENNESSEE 38119

ATTORNEY DOCKET NUMBER:	2140340/3
NAME OF SUBMITTER:	Wendy Robertson
Signature:	/wrobertson/
Date:	05/28/2010

Total Attachments: 6
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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

May 12, 2010

WINSTEAD PC
1201 ELM STREET, SUITE 5400
Dallas, TX 75270 USA

RE: Keraplast Technologies, LLC
File Number: 801268066

It has been our pleasure to approve and place on record the filing instrument effecting a conversion. The appropriate evidence is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Lisa Sartin

Fax: (512) 463-5709
TID: 10337

Dial: 7-1-1 for Relay Services
Document: 307399340002

TRADEMARK
REEL: 004214 FRAME: 0799



Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

KERAPLAST TECHNOLOGIES, LTD.
File Number: 8873910

Converting it to

Keraplast Technologies, LLC
File Number: 801268066

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 05/11/2010

Effective: 05/11/2010



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State



Office of the Secretary of State

CERTIFICATE OF FILING OF

Keraplast Technologies, LLC
File Number: 801268066

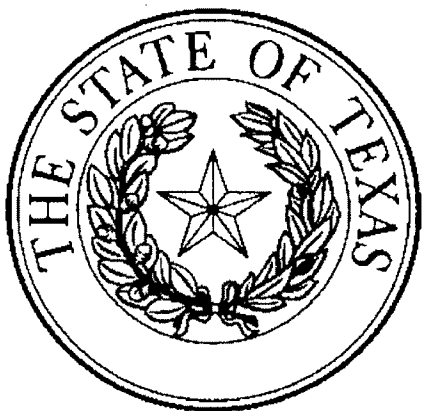
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 05/11/2010

Effective: 05/11/2010



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Form 642
(Revised 12/08)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See instructions



Certificate of Conversion
of a
Limited Partnership Converting
to a
Limited Liability Company

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
MAY 11 2010
Corporations Section

Converting Entity Information

The name of the converting limited partnership is:
Keraplast Technologies, Ltd.

The jurisdiction of formation of the limited partnership is: Texas

The date of formation of the limited partnership is: May 7, 1996

The file number, if any, issued to the limited partnership by the secretary of state is: 8873910

Converted Entity Information

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

Keraplast Technologies, LLC

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

Plan of Conversion

The plan of conversion is attached.

If the plan of conversion is not attached, the following section must be completed.

Alternative Statements

In lieu of providing the plan of conversion, the converting 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:

19210 Huebner Road, Suite 200 San Antonio TX USA 78258
Street or Mailing Address *City* *State* *Country* *Zip Code*

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:

19210 Huebner Road, Suite 200 San Antonio TX USA 78258
Street or Mailing Address *City* *State* *Country* *Zip Code*

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

If the converted entity is a Texas limited liability company, the certificate of formation of the Texas limited liability company must be attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

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 (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. 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: _____

C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that certifies that the converting entity is in good standing for purposes of conversion.

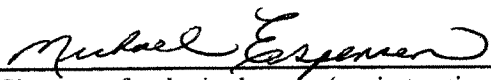
In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

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: May 11, 2010

Keraplast Technologies, Ltd., by Keraplast
Technologies Management, LLC, its general partner


Signature of authorized person (see instructions)

Michael Espensen, President
Printed or typed name of authorized person

**CERTIFICATE OF FORMATION
OF
KERAPLAST TECHNOLOGIES, LLC**

This entity is being created pursuant to a Plan of Conversion whereby Keraplast Technologies, Ltd., a Texas limited partnership, located at 19210 Huebner Road, Suite 200, San Antonio, Texas 78258, and originally formed on May 7, 1996, is being converted into a Texas limited liability company by the name of Keraplast Technologies, LLC (the “**Company**”) under the Texas Business Organizations Code (the “**Code**”).

1. The name of the Company is Keraplast Technologies, LLC.
2. The type of entity being formed is a limited liability company.
3. The purpose for which the Company is organized is to engage in the transaction of any and all lawful business for which limited liability companies may be organized under the Code.
4. The street address of the initial registered office of the Company is 19210 Huebner Road, Suite 200, San Antonio, Texas 78258, and the name of its initial registered agent at such address is Michael Espensen.
5. The Company is to be managed by managers. The names and addresses of the initial managers are as follows:

Name	Address
Tim Herring	214 Country Wood San Antonio, TX 78216
Norman P. Blake	11179 Estancia Way Carmel, IN 46032
William F. Shea	48 Ledyard Rd. West Hartford, CT 06117
Charles LeMaistre, M.D.	#7 Bristol Green San Antonio, TX 78209
Gregory A. Kozmetsky	4802 Ridge Oak Drive Austin, TX 78731
Michael Espensen	19426 Settlers Creek San Antonio, TX 78258
Robert A. Smith, M.D.	2246 E. Northside Drive Jackson, MS 39211