

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
Hagerty Insurance Agency, Inc.		01/01/2010	CORPORATION: MICHIGAN

RECEIVING PARTY DATA

Name:	Hagerty Insurance Agency, LLC
Street Address:	141 River's Edge Drive
City:	Traverse City
State/Country:	MICHIGAN
Postal Code:	49684
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2414044	HAGERTY CLASSIC INSURANCE
Registration Number:	2414043	HAGERTY CLASSIC INSURANCE
Registration Number:	2570261	HAGERTY. THE FUTURE OF INSURANCE FOR CARS OF THE PAST.
Registration Number:	2814153	HAGERTY
Registration Number:	2866532	COLLECT. PROTECT. RELAX.
Registration Number:	3031754	HAGERTY TOTAL PROTECTION
Registration Number:	3054329	GREEN SCENES
Registration Number:	3103048	HAGERTY COLLECTOR CAR INSURANCE
Registration Number:	3119477	BLOCK SHOT
Registration Number:	3116001	HAGERTY COLLECTOR BOAT INSURANCE
Registration Number:	3125672	HAGERTY COLLECTOR CAR & BOAT INSURANCE
Registration Number:	3448964	SMART COLLECTING SEMINAR SERIES
Registration Number:	3453596	HAGERTY DAWN PATROL 2007
		HAGERTY'S THE VOICE OF THE COLLECTOR CAR

TRADEMARK

900168186

REEL: 004250 FRAME: 0695

CH \$390.00 2414044

Registration Number:	3504280	COMMUNITY
Registration Number:	3724455	HAGERTY

CORRESPONDENCE DATA

Fax Number: (312)321-4299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: officeactions@brinkshofer.com
 Correspondent Name: Andrew J. Avsec
 Address Line 1: P.O. Box 10395
 Address Line 4: Chicago, ILLINOIS 60610

ATTORNEY DOCKET NUMBER:	13724/51
NAME OF SUBMITTER:	Andrew J. Avsec
Signature:	/Andrew J. Avsec/
Date:	07/29/2010

Total Attachments: 9
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A MICHIGAN CORPORATION UNDER THE NAME OF "HAGERTY INSURANCE AGENCY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HAGERTY INSURANCE AGENCY, INC." TO "HAGERTY INSURANCE AGENCY, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2009, AT 4:01 O'CLOCK P.M.

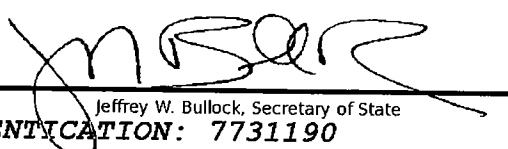
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JANUARY, A.D. 2010.

4771514 8100V

091151155

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7731190

DATE: 12-30-09

TRADEMARK
REEL: 004250 FRAME: 0697

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "HAGERTY INSURANCE AGENCY, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2009, AT 4:01 O'CLOCK P.M.

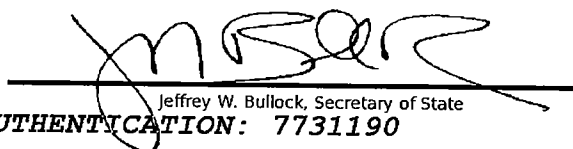
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF JANUARY, A.D. 2010.

4771514 8100V

091151155

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7731190

DATE: 12-30-09

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STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Michigan.
- 2.) The jurisdiction immediately prior to filing this Certificate is Michigan.
- 3.) The date the corporation first formed is July 29, 1996.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Hagerty Insurance Agency, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Hagerty Insurance Agency, LLC.
- 6.) This Certificate of Conversion will become effective on January 1, 2010.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 30th day of December, A.D. 2009.

By: McKeel O Hagerty
Authorized Person

Name: McKeel O Hagerty
Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:58 PM 12/30/2009
FILED 04:01 PM 12/30/2009
SRV 091151155 - 4771514 FILE

**CERTIFICATE OF FORMATION
OF
HAGERTY INSURANCE AGENCY, LLC**

This Certificate of Formation of Hagerty Insurance Agency, LLC (the "LLC"), is being duly executed and filed by Joseph P. Nicosia III as an authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Hagerty Insurance Agency, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is 1209 Orange Street in the City of Wilmington, County of New Castle, and the name of the registered agent at such address is The Corporation Trust Company.

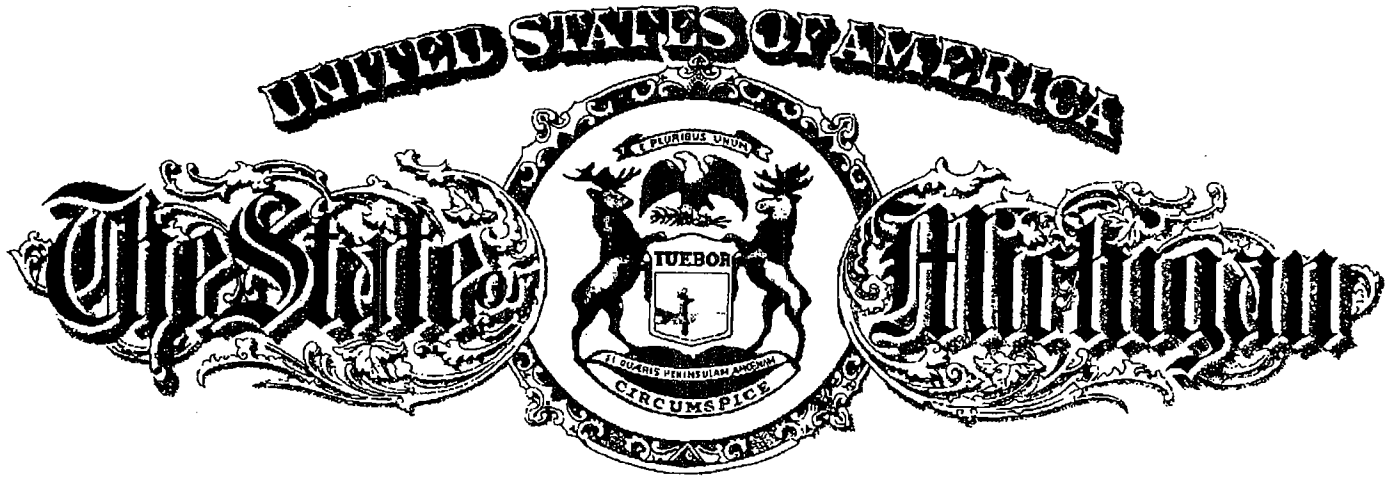
THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is 1209 Orange Street in the City of Wilmington, County of New Castle, and the name of the registered agent at such address is The Corporation Trust Company.

FOURTH. This Certificate of Formation will become effective on January 1, 2010.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the 30th day of December, 2009.



Joseph P. Nicosia III
Authorized Person



Department of Energy, Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 30th day of December, 2009

[Signature] Director

Bureau of Commercial Services

554

410508

FILED

DEC 30 2009

DEC 30 2009

Administrator
Bureau of Commercial Services

CERTIFICATE OF CONVERSION

This CERTIFICATE OF CONVERSION, dated as of December 30, 2009 (this "Certificate Conversion"), is being filed in connection with the plan of conversion (the "Plan of Conversion") of Hagerty Insurance Agency, Inc. a Michigan corporation (the "Converting Entity"), into Hagerty Insurance Agency, LLC, a Delaware limited liability company (the "Converted Entity"), pursuant to the provisions of Act 284, Public Acts of 1972.

A. The name of the domestic corporation is Hagerty Insurance Agency, Inc. (Identification Number: 410508).

B. The name of the business organization into which the domestic corporation is converting is Hagerty Insurance Agency, LLC.

C. The conversion is permitted by the Delaware Limited Liability Company Act ("DLLCA"), which will govern the internal affairs of Hagerty Insurance Agency, LLC after conversion, and Hagerty Insurance Agency, LLC complies with that law in converting.

TERMS OF THE CONVERSION

1.1 EFFECTIVE DATE. The Conversion will become effective on January 1, 2010 (the "Effective Date").

1.2 ADDRESS. The street address of the Converted Entity shall be 141 River's edge Drive, Number 200, Traverse City, MI 49684. The principal place of business of the Converted entity shall be located at 141 River's edge Drive, Number 200, Traverse City, MI 49684.

1.3 CAPITALIZATION. The Converting Entity has 3,000 shares of common stock, par value \$1.00 (the "Shares"), issued and outstanding. The shares constitute the only class of shares of the Converting Entity. Each Share is entitled to the same rights and preferences as each other Share.

1.4 CONVERSION. On the Effective Date, the Converting Entity will convert into the Converted Entity, the Converted Entity will succeed, without other transfer, to all of the rights and property of the Converting Entity, and the Converted Entity will be subject to all of the debts and liabilities of the Converting Entity, as provided for in Section 18-214(f) of the DLLCA. On and after the Effective Date, the Converted Entity will continue the existence of, and carry on its business with the assets of the Converting Entity in the organizational form of the Converted Entity.



CHI:23336311

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1.5 EFFECT ON SHARES. On the Effective Date, by virtue of the Conversion, each Share, issued and outstanding immediately before the Effective Date, will be cancelled and retired and cease to exist, and membership interests in the Converted Entity shall be issued in accordance with the terms and conditions of the limited liability company agreement of the Converted Entity. Any holder of a certificate representing any such cancelled and retired Shares, or each person listed on the unit transfer books of the Converting Entity as owning any such Shares, will cease to have any rights with respect to such cancelled and retired Shares.

1.6 APPROVAL BY BOARD. The board of directors of the Converting Entity has adopted the Plan of Conversion in accordance with Section 745(1)(c) of the Michigan Business Corporation Act (the "BCA").

1.7 APPROVAL BY SHAREHOLDERS. The shareholders of the Converting Entity have adopted the Plan of Conversion in accordance with Section 745(1)(c) of the BCA.

1.8 COPY OF THE PLAN OF CONVERSION. The Converted Entity will provide a copy of the Plan of Conversion, on request and without cost, to any shareholder of the Converting Entity.



CHI:2333631.1

IN WITNESS WHEREOF, this Certificate of Conversion has been executed on behalf of the Converting Entity by the officer thereunto duly authorized, all as of the date set forth above.

HAGERTY INSURANCE AGENCY, INC.

By: McKeel O Hagerty
Name: McKeel O Hagerty
Title: Chief Executive Officer



Signature Page to MI Certificate of Conversion for HIA

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS
INDICATED IN THE BOX BELOW. Include name, street and number
(or P.O. box), City, State and ZIP code.

CT Corporation System
208 South LaSalle Street Ste 814
Chicago, IL 60604



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RECORDED: 07/29/2010

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