

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Conversion of Corporation into Limited Liability Company

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Shuttleworth, Inc.		01/06/2011	CORPORATION: INDIANA

RECEIVING PARTY DATA

Name:	Shuttleworth LLC
Street Address:	10 Commercial Road
City:	Huntington
State/Country:	INDIANA
Postal Code:	46750
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	1228907	SHUTTLEWORTH
Registration Number:	0992785	SLIP-TORQUE
Registration Number:	1698284	SLIP-TRAK
Registration Number:	2979342	SHUTTLEWORTH
Registration Number:	3033483	SERVO SMARTFEED
Registration Number:	2850304	SMARTFEED
Registration Number:	1165250	S
Registration Number:	2560388	ZONE CONTROL

CORRESPONDENCE DATA

Fax Number: (937)443-6635

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

Phone: 513-352-6719

Email: trademarks@thompsonhine.com

Correspondent Name: Michael J. Nieberding

Address Line 1: P.O. Box 8801

900181277

TRADEMARK
REEL: 004452 FRAME: 0674

OP \$215.00 1228907

Address Line 4: Dayton, OHIO 45401-8801

ATTORNEY DOCKET NUMBER:	070117-AWAITING NO.
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NAME OF SUBMITTER:	Michael J. Nieberding
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Signature:	/michael j nieberding/
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Date:	01/13/2011
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Total Attachments: 5

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**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF AMENDMENT

of

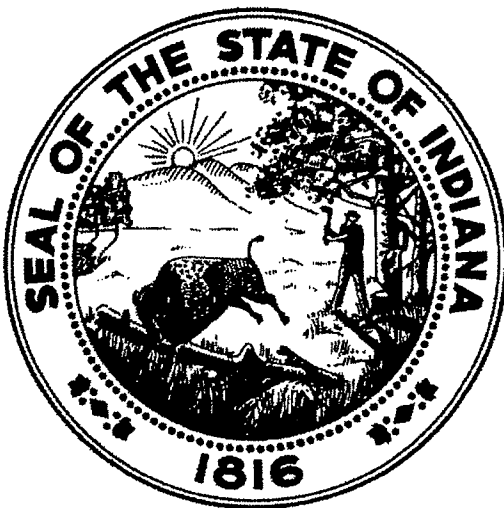
SHUTTLEWORTH INC

I, CHARLES P. WHITE, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

SHUTTLEWORTH LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, January 06, 2011.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, January 6, 2011.

Charles P. White

CHARLES P. WHITE,
SECRETARY OF STATE

194345-147 / 2011010760377

INDIANA SECRETARY OF STATE
RECEIVED

2011 JAN -6 AM 11:40



ARTICLES OF ENTITY CONVERSION:
Conversion of a Corporation into a Limited Liability Company
State Form 51576 (1-04)
Approved by State Board of Accounts, 2004

TODD ROKITA
SECRETARY OF STATE
CORPORATE DIVISION
302 W. Washington Street, Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

INSTRUCTIONS: Use 8 1/2" x 11" white paper for attachments.
Present original and one copy to the address in upper right corner of this form.
Please TYPE or PRINT.
Please visit our office on the web at www.sos.in.gov.

Indiana Code 23-1-18-3
FILING FEE: \$50.00

APPROVED
AND
FILED

IND. SECRETARY OF STATE

**ARTICLES OF CONVERSION
OF**

Shuttleworth, Inc.

(hereinafter "Non-surviving Corporation")

INTO

Shuttleworth LLC

(hereinafter "Surviving LLC")

ARTICLE I: PLAN OF ENTITY CONVERSION

- a. Please set forth the Plan of Conversion, containing such information as required by Indiana Code 23-1-38.5-11 and Indiana Code 23-1-38.5-12, attach herewith, and designate it as "Exhibit A."
The following is basic information that must be included in the Plan of Entity Conversion: (please refer to Indiana Code 23-1-38.5-12 for a more complete listing of requirements before submitting the plan).
- A statement of the type of business entity that Surviving LLC will be and, if it will be a foreign non-corporation, its jurisdiction of organization;
 - The terms and conditions of the conversion;
 - The manner and basis of converting the shares of Non-surviving Corporation into the interests, securities, obligations, rights to acquire interests or other securities of Surviving LLC following its conversion; and
 - The full text, as in effect immediately after the consummation of the conversion, of the organic document (if any) of Surviving LLC.
 - If, as a result of the conversion, one or more shareholders of Non-surviving Corporation would be subject to owner liability for debts, obligations, or liabilities of any other person or entity, those shareholders must consent in writing to such liabilities in order for the Plan of Merger to be valid.
- b. Please read and sign the following statement.
I hereby affirm under penalty of perjury that the plan of conversion is in accordance with the Articles of Incorporation or bylaws of Non-surviving Corporation and is duly authorized by the shareholders of Non-surviving Corporation as required by the laws of the State of Indiana.

Signature [Signature] Printed Name William M. Schult Title Secretary

ARTICLE II: NAME AND DATE OF INCORPORATION OF NON-SURVIVING CORPORATION

- a. The name of Non-surviving Corporation immediately before filing these Articles of Entity Conversion is the following:
Shuttleworth, Inc.
- b. The date on which Non-surviving Corporation was incorporated in the State of Indiana is the following: May 21, 1962

ARTICLE III: NAME AND PRINCIPAL OFFICE OF SURVIVING LLC

- a. The name of Surviving LLC is the following:
Shuttleworth LLC
- (Please note pursuant to Indiana Code 23-18-2-8, this name must include the words "Limited Liability Company", "L.L.C.", or "LLC").
 - (If Surviving LLC is a foreign LLC, then its name must adhere to the laws of the state in which it is domiciled).
- b. The address of Surviving LLC's Principal Office is the following:

Street Address	City	State	Zip Code
10 Commercial Road	Huntington	IN	46750

ARTICLE IV: REGISTERED OFFICE AND AGENT OF SURVIVING LLC

Registered Agent: The name and street address of Surviving LLC's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent

Corporation Service Company

Address of Registered Office (street or building)

251 East Ohio Street, Suite 500

City

Indianapolis

Zip Code

Indiana 46204

ARTICLE V - JURISDICTION OF SURVIVING LLC AND CHARTER SURRENDER OF NON-SURVIVING CORPORATION**SECTION 1****JURISDICTION**Please state the jurisdiction in which Surviving LLC will be organized and governed. Indiana**SECTION 2****CHARTER SURRENDER** ((Please complete this section only if Surviving LLC is organized outside of Indiana).)

If the jurisdiction stated above is not Indiana, please set forth the Articles of Charter Surrender for the Non-surviving Corporation and attach herewith as "Exhibit B."

Pursuant to *Indiana Code 23-1-38.5-14*, the Articles of Charter Surrender must include:

1. The name of Non-surviving Corporation;
2. A statement that the Articles of Charter Surrender are being filed in connection with the conversion of Non-surviving Corporation into an LLC that will be organized in a jurisdiction other than the State of Indiana;
3. A signed statement under penalty of perjury that the conversion was duly approved by the shareholders of Non-surviving Corporation in a manner required by Indiana Law and consistent with the Articles of Incorporation or the bylaws of Non-surviving Corporation;
4. The jurisdiction under which the Surviving LLC will be organized; and
5. The address of Surviving LLC's executive office.

ARTICLE VI: DISSOLUTION OF SURVIVING LLC

Please indicate when dissolution will take place in Surviving LLC:

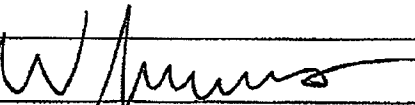
- ☐ The latest date upon which Surviving LLC is to dissolve is _____, OR
- ☒ Surviving LLC is perpetual until dissolution.

ARTICLE VII: MANAGEMENT OF SURVIVING LLCSurviving LLC will be managed by: ☐ The members of Surviving LLC, OR ☒ A manager or managers

In Witness Whereof, the undersigned being an officer or other duly authorized representative of Non-surviving Corporation executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true,

this 5th day of January, 2011

Signature



Printed Name

William M. Schult

Title

Secretary

EXHIBIT A

SHUTTLEWORTH INC.

PLAN OF CONVERSION

Shuttleworth Inc., an Indiana corporation, (the "Corporation") shall convert into an Indiana limited liability company in accordance with Section 23-1-38.5-11 and 23-1-38.5-12 of the Indiana Business Corporation Law and this Plan of Conversion.

1. Terms, Conditions and Manner of Conversion.

- (i) the Corporation shall be converted into a domestic limited liability, with the sole shareholder of the Corporation becoming the holder of 100% of the membership interest (which shall be divided into 100 units) of the limited liability company into which the Corporation is being converted, which shall be the only membership interests of the limited liability company at the effective time;
- (ii) the conversion shall not be deemed to affect the obligations or liabilities of the Corporation incurred prior to its conversion to a limited liability company or the personal liability of any person incurred prior to such conversion;
- (iii) all of the rights, privileges and powers of the Corporation and all property, real, personal and mixed, and all debts due to the Corporation as well as all other things and causes of action belonging to the Corporation, shall remain vested in the domestic limited liability company, and the title to any real property vested by deed or otherwise in the Corporation shall not revert or be in any way impaired by reason; but all rights of creditors and all liens upon any property of the Corporation shall be preserved unimpaired, and all debts, liabilities and duties of the Corporation shall remain attached to the domestic limited liability company to which the Corporation has converted, and may be enforced against it to the same extent as if such debts, liabilities and duties had originally been incurred or contracted by it in its capacity as a limited liability company; and
- (iv) the rights, privileges, powers and interests in property of the Corporation, as well as the debts, liabilities and duties of the Corporation, shall not be deemed, as a consequence of the conversion, to have been transferred to the domestic limited liability company into which the Corporation has converted for any purpose of the laws of the State of Indiana.

2. Jurisdiction of Formation. The Corporation was formed under the laws of the State of Indiana.
3. Jurisdiction of Incorporation and Name of Corporation. The jurisdiction of formation of the limited liability company into which the Corporation is being converted is Indiana and the name of such limited liability company after conversion will be "Shuttleworth LLC."

EXHIBIT A

4. Governing Documents. The holders of interests in the limited liability company into which the Corporation is being converted will be bound by the provisions of the Articles of Conversion of such limited liability company to which this Plan of Conversion is attached.

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