TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion to an LLC / Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Matrix Packaging Machinery, Inc.		10/15/2011	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	Matrix Packaging Machinery LLC
Street Address:	650 N. Dekora Woods Blvd.
City:	Saukville
State/Country:	WISCONSIN
Postal Code:	53080
Entity Type:	LIMITED LIABILITY COMPANY: WISCONSIN

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	85071905	SMARTJAW

OP $40.00 85071905

CORRESPONDENCE DATA

Fax Number: (937)443-6635
Phone: 9374436817
Email: trademarks@thompsonhine.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Roger H. Bora
Address Line 1: 10050 Innovation Drive, Suite 400
Address Line 4: Dayton, OHIO 45342-4934

ATTORNEY DOCKET NUMBER:	070117-AWAITING MATTER NO
NAME OF SUBMITTER:	Roger H. Bora
Signature:	/roger h bora/
Date:	10/26/2011

Total Attachments: 6
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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:
Matrix Packaging Machinery, Inc.

Indicate (X) Entity Type	☐ Limited Partnership (Ch. 179, Wis. Stats.) ☒ Business Corporation (Ch. 180, Wis. Stats.) ☐ Nonstock Corporation (Ch. 181, Wis. Stats.) ☐ Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of Wisconsin (state or country *)

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

☐ Yes ☒ No

IMPORTANT – If you answer yes, the entity is required to file a report with the Wisconsin Dept. of Revenue under sec. 73.14 of the Wis. Stats. within 60 days after the effective date of the conversion.
NOTE: Sec. 73.14(2)(a) provides a penalty of $200 for each day that the report is late, not to exceed $7,500.
You may access the form at: http://ww2.revenue.wi.gov/internet/nerger.html

* 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.

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3. After conversion:

Company Name:
Matrix Packaging Machinery LLC

Indicate (X) Entity Type	☐ Limited Partnership (Ch. 179, Wis. Stats.) ☐ Business Corporation (Ch. 180, Wis. Stats.) ☐ Nonstock Corporation (Ch. 181, Wis. Stats.) ☒ Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of Wisconsin (state or country)

FILING FEE - $150.00 Use of this form is mandatory.

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REEL: 004648 FRAME: 0539

4. 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.

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

6. 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): MARC P WILLDEN	Registered Office: 650 N. DEKORA WOODS BLVD. SAUKVILLE , WI 53080
Additional Entry for a **Limited Partnership only** →	Record Office: N/A

7. 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): CSC-Lawyers Incorporating Service Company	Registered Office in WI (Street & Number, City, State (WI) and ZIP code):8040 Excelsior Drive, Suite 400 Madison, WI 53717
Additional Entry for a **Limited Partnership only** →	Record Office:

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8. Executed on October 12, 2011 (date) by the business entity PRIOR TO ITS CONVERSION.

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

(Signature)

Mark W. Anderson
(Printed Name)

For a corporation
Title: ☒ President OR ☐ Secretary or other officer title

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OCT 18 2011
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INSTRUCTIONS (Ref. Sec. 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 along with the required filing fee of $150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0187 (1g)(c), Wis. Stats.		
Mailing Address: Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 345 W. Washington Ave – 3rd Fl. Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818

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. 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. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

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

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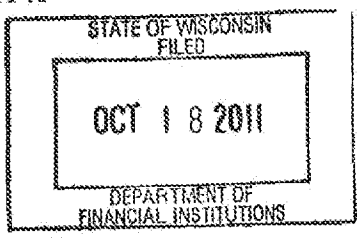
REEL: 004648 FRAME: 0541

EXHIBIT A



MATRIX PACKAGING MACHINERY, INC.

PLAN OF CONVERSION

Matrix Packaging Machinery, Inc., a Wisconsin corporation (the "Corporation") shall convert into a Wisconsin limited liability company in accordance with Section 180.1161 of the Wisconsin Statutes and this Plan of Conversion.

1. Terms, Conditions and Manner of Conversion.

(i) At the effective time of the conversion, all of the issued and outstanding shares of the Corporation shall be converted into 100 units of the limited liability company into which the Corporation is being converted (which shall represent 100% of the membership interest of such limited liability company);

(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; 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 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 Wisconsin.

2. Jurisdiction of Formation. The Corporation was formed under the laws of the State of Wisconsin.

3. Jurisdiction of Formation and Name of Limited Liability Company. The jurisdiction of formation of the limited liability company into which the Corporation is being converted is Wisconsin and the name of such limited liability company after conversion will be "Matrix Packaging Machinery 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 Organization of such limited liability company attached hereto as Exhibit B.

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(TEMPLATES, Cont'd.)
Certificate of Limited Partnership, Articles of Incorporation, and Articles of Organization

For a Wisconsin Nonstock Corporation (Ch. 181)
EXHIBIT B

Article 1. Name of the corporation: _____
(Must contain "Inc." or other appropriate words or abbreviations. See sec. 181.0401, Wis. Stats.)

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. The corporation: ☐ will have members OR ☐ will not have members

Article 4. Name of the registered agent:	Article 5. Street address (in Wisconsin) of the registered office:

Article 6. Mailing address of the principal office:	(Optional) Article 7. The purpose or purposes for which the corporation is organized:

For a Wisconsin Limited Liability Company (Ch. 183)
EXHIBIT B

Article 1. Name of the limited liability company: Matrix Packaging Machinery LLC
(Must end with "LLC" or contain other appropriate words or abbreviations. See sec. 183.0103, Wis. Stats.)

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

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OCT 18 2011
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Article 3. The management of the limited liability company shall be vested in:

☒ a manager or managers OR ☐ Its members

Article 4. Name of the registered agent:	Article 5. Street address (in Wisconsin) of the registered office:
CSC-Lawyers Incorporating Service Company	8040 Excelsior Drive, Suite 400 Madison, WI 53717

(NOTICE: Articles of Organization may contain only the above information.)

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RECORDED: 10/26/2011 REEL: 004648 FRAME: 0544