

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nature's Way Products, Inc.		12/31/2011	CORPORATION: UTAH
RECEIVING PARTY DATA			
Name:	Nature's Way Products, LLC		
Street Address:	825 Challenger Drive		
City:	Green Bay		
State/Country:	WISCONSIN		
Postal Code:	54311		
Entity Type:	LIMITED LIABILITY COMPANY: WISCONSIN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2569638	ALFALCO	
CORRESPONDENCE DATA			
Fax Number:	6169578196		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	616-949-9610		
Email:	jrleigh@priceheneveld.com		
Correspondent Name:	Kevin T. Grzelak		
Address Line 1:	695 Kenmoor SE, PO Box 2567		
Address Line 4:	Grand Rapids, MICHIGAN 49501		
ATTORNEY DOCKET NUMBER:	SCH054 T347		
NAME OF SUBMITTER:	Kevin T. Grzelak		
Signature:	/Kevin T. Grzelak/		
Date:	04/20/2012		

OP \$40.00 2569638

Total Attachments: 5

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 Sec.179.76(3) & (5),
 180.1161(3) & (5),
 181.1161(3) & (5),
 183.1207(3) & (5), Wis Stats.

State of Wisconsin
Department of Financial Institutions
 Division of Corporate & Consumer Services
Certificate of Conversion



Converting Entity

Name: NATURE'S WAY PRODUCTS, INC.
 Org ID: N028502
 Entity Type: Business Corporation
 Jurisdiction: UT

Real Estate

Converting Entity Name	Does the entity have a fee simple ownership interest in any Wisconsin real estate immediately prior to the conversion?
NATURE'S WAY PRODUCTS, INC.	No

Converted Entity

Name: NATURE'S WAY PRODUCTS, LLC
 Entity Type: Limited Liability Company
 Jurisdiction: WI

Plan of Conversion

[Plan Of Conversion](#)

Articles/Certificate

[Articles of Organization](#)

Certificate of Status

[Certificate of Status](#)

Method Of Approval

The plan of conversion is approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

Registered Agent and Registered Office Address Before Conversion

C T CORPORATION SYSTEM
 8040 EXCELSIOR DR STE 200
 MADISON, WI 53717
 United States of America

Registered Agent and Registered Office Address After Conversion

CHAD WIEGAND

825 CHALLENGER DRIVE
GREEN BAY, WI 54311
United States of America

Drafter

This document is drafted by:
ATTORNEY JAMES M. LEDVINA

Signature

Signature: CHAD WIEGAND
Title: SECRETARY

Endorsement

Received Date: 12/23/2011 9:26:25 AM
Filed Date:12/27/2011
Filing Fee:\$150.00
Expedite Fee:\$25.00
Total Fee:\$175.00
Comments:

Certificate of Conversion, converting a licensed Utah Corporation (Chap. 180) into a WI domestic LLC (Chap 183)
Name Change
Changes Registered Agent and Registered Office Address
Effective Date: Dec. 31, 2011 (Date of Incorporation 11/13/1979)
OOS# 201112222822730 \$150.00 & \$25.00 Exp Fee

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



PLAN OF CONVERSION

1. Before conversion:

Company Name:
NATURE'S WAY PRODUCTS, INC.

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of UTAH <hr/> (state or country)
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

2. After conversion:

Company Name:
NATURE'S WAY PRODUCTS, LLC

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of WI <hr/> (state or country)
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

3. The terms and conditions of the conversion.

THE SHARES OF STOCK IN NATURE'S WAY PRODUCTS, INC. SHALL BE CONVERTED TO MEMBERSHIP UNITS IN NATURE'S WAY PRODUCTS, LLC, ON A ONE TO ONE BASIS.

4. The manner and basis of converting the shares or other ownership interests of the business entity that is to be converted into shares or other ownership interests of the new form of business entity.

THE SHARES OF STOCK IN NATURE'S WAY PRODUCTS, INC. SHALL BE CONVERTED TO MEMBERSHIP UNITS IN NATURE'S WAY PRODUCTS, LLC, ON A ONE TO ONE BASIS.

5. Other provisions relating to the conversion, as determined by the business entity.

NONE

6. (OPTIONAL) Effective Date and Time of Conversion

The effective date and time of conversion shall be Dec 31, 2011 (date) at 11:59 p.m. (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached 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**)

(**Attach** the appropriate governing document after conversion as Exhibit B)

For a Wisconsin Limited Liability Company (Ch. 183)

Article 1. Name of the limited liability company: NATURE'S WAY PRODUCTS, 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.

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:

CHAD WIEGAND

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

825 CHALLENGER DRIVE
GREEN BAY, WI 54311