

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|   |                                      |                       |                        |
|---|--------------------------------------|-----------------------|------------------------|
| SUBMISSION TYPE:  | NEW ASSIGNMENT                       |                       |                        |
| NATURE OF CONVEYANCE:   | Certificate of Conversion            |                       |                        |
| <b>CONVEYING PARTY DATA</b>   |                                      |                       |                        |
| <b>Name</b>   | <b>Formerly</b>                      | <b>Execution Date</b> | <b>Entity Type</b>     |
| Nature's Way Products, Inc.   |                                      | 12/27/2011            | CORPORATION: WISCONSIN |
| <b>RECEIVING PARTY DATA</b>   |                                      |                       |                        |
| <b>Name:</b>  | Nature's Way Products, LLC           |                       |                        |
| <b>Street Address:</b>  | 825 Challenger Drive                 |                       |                        |
| <b>City:</b>  | Green Bay                            |                       |                        |
| <b>State/Country:</b>   | WISCONSIN                            |                       |                        |
| <b>Postal Code:</b>   | 54311                                |                       |                        |
| <b>Entity Type:</b>   | LIMITED LIABILITY COMPANY: WISCONSIN |                       |                        |
| <b>PROPERTY NUMBERS Total: 7</b>  |                                      |                       |                        |
| <b>Property Type</b>  | <b>Number</b>                        | <b>Word Mark</b>      |                        |
| <b>Serial Number:</b>   | 85608756                             | NATURE'S WAY          |                        |
| <b>Registration Number:</b>   | 2741805                              | NATURE'S WAY          |                        |
| <b>Registration Number:</b>   | 3540020                              | NATURE'S WAY          |                        |
| <b>Registration Number:</b>   | 2042173                              | NATURE'S WAY          |                        |
| <b>Registration Number:</b>   | 1512274                              | NATURE'S WAY          |                        |
| <b>Registration Number:</b>   | 1400087                              | NATURE'S WAY          |                        |
| <b>Registration Number:</b>   | 1356165                              | NATURE'S WAY          |                        |
| <b>CORRESPONDENCE DATA</b>  |                                      |                       |                        |
| <b>Fax Number:</b>  | 6169578196                           |                       |                        |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                                      |                       |                        |
| <b>Phone:</b>   | 6169499610                           |                       |                        |
| <b>Email:</b>   | ptomail@priceheneveld.com            |                       |                        |
| <b>Correspondent Name:</b>  | Matthew J. Gipson                    |                       |                        |
| <b>Address Line 1:</b>  | PO Box 2567                          |                       |                        |
| <b>Address Line 4:</b>  | Grand Rapids, MICHIGAN 49501         |                       |                        |

OP \$190.00 85608756

|  |                     |
|--|---------------------|
| ATTORNEY DOCKET NUMBER:  | SCH054 L314         |
| NAME OF SUBMITTER:   | Matthew J. Gipson   |
| Signature:   | /Matthew J. Gipson/ |
| Date:  | 07/31/2012          |
| Total Attachments: 5<br>source=SCH054L314_NWConv#page1.tif<br>source=SCH054L314_NWConv#page2.tif<br>source=SCH054L314_NWConv#page3.tif<br>source=SCH054L314_NWConv#page4.tif<br>source=SCH054L314_NWConv#page5.tif |                     |

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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:<br>NATURE'S WAY PRODUCTS, INC. |
|--|

|                             |   |  |
|-----------------------------|---|--|
| Indicate (X)<br>Entity Type | <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)             | Organized under the<br>laws of<br>UTAH<br><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:<br>NATURE'S WAY PRODUCTS, LLC |
|---|

|                             |  |  |
|-----------------------------|--|--|
| Indicate (X)<br>Entity Type | <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)                  | Organized under the<br>laws of<br>WI<br><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