

Form PTO-1594 (Rev. 12-11)
OMB Collection 0651-0027 (exp. 04/30/2015)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

WGI Heavy Minerals Incorporation

- Individual(s)
- Partnership
- Corporation- State: Idaho
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) 12/31/2012 December 31, 2012

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: WGI Heavy Minerals, L.L.C.

Street Address: 830 E. Sherman Ave.

City: Coeur D'Alene

State: Idaho

Country: USA Zip: 83814-4149

- Individual(s) Citizenship _____
- Association Citizenship _____
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other LLC Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____ Text _____

B. Trademark Registration No.(s)

2,723,151; 2,658,884; 2,442,190; 2,856,569; 2,856,568

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: C. Thomas Toppin

Internal Address: _____

Street Address: 370 E. Maple Road, 3rd Floor

City: Birmingham,

State: MI Zip: 48009

Phone Number: (248) 647-0930

Docket Number: _____

Email Address: tomtoppin@hotmail.com

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$140.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

SEE ATTACHED CREDIT CARD PAYMENT FORM

Deposit Account Number _____

Authorized User Name _____

9. Signature:

C. Thomas Toppin
Signature

Jan 31 2013
Date

C. Thomas Toppin

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$140.00 2723151

FILED

2012 DEC 26 PM 2:46

SECRETARY OF STATE
STATE OF IDAHO

Filing Fee \$30.00

STATEMENT OF CONVERSION

1. Converting Entity
Name: WGI Heavy Minerals, Incorporated
Jurisdiction: Idaho
Entity Type: Corporation
2. Converted Entity:
Name: WGI Heavy Minerals, L.L.C.
Jurisdiction: Idaho
Entity Type: Limited Liability Company
3. Effective date of conversion is to be December 31, 2012
4. The converting entity is a domestic filing entity, and the plan of conversion was approved with Part 4 of the Idaho Entity Transactions Act.
5. The converted entity is a domestic filing entity, and the text of its public organic documents is shown in the attached Certificate.

Converting Entity:

WGI HEAVY MINERALS, INCORPORATED

X By: 
David Kruse, President

Converted Entity:

WGI HEAVY MINERALS, L.L.C.

X By: 
David Kruse, General Manager

IDAHO SECRETARY OF STATE
12/26/2012 05:00
CK: 1234052 CI: 172099 BH: 1352999
1 @ 30.00 = 30.00 CONVERSION # 2

C100546
TRADEMARK
REEL: 004968 FRAME: 0640

251



CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY

RECEIVED
SECRETARY OF STATE
STATE OF IDAHO
DEC 27 2:16

(Instructions on back of application)

1. The name of the limited liability company is:

WGI Heavy Minerals, L.L.C.

2. The complete street and mailing addresses of the initial designated office:

810 E. Sherman Avenue, Coeur D'Alene, Idaho 83814-4149

(Street Address)

(Mailing Address, if different than street address)

3. The name and complete street address of the registered agent:

Edward Kok

(Name)

810 E. Sherman Ave., Coeur D'Alene, ID 83814-4149

(Street Address)

4. The name and address of at least one member or manager of the limited liability company:

Name	Address
<u>David Kruse</u>	<u>810 E. Sherman Ave., Coeur D'Alene, ID 83814-4149</u>
_____	_____
_____	_____
_____	_____

5. Mailing address for future correspondence (annual report notices):

810 E. Sherman Avenue, Coeur D'Alene, Idaho 83814-4149

6. Future effective date of filing (optional): December 31, 2012

Signature of a manager, member or authorized person.

X Signature [Signature]
Typed Name: David Kruse, General Manager

Signature _____
Typed Name: _____

Secretary of State use only

9/21/2012

004968_112 Rev 07/2010

IDAHO SECRETARY OF STATE
12/26/2012 05:00
CK: 1234052 CT: 172059 BH: 1352999
1 @ 30.00 = 30.00 CONVERSION # 2

W120332
TRADEMARK
REEL: 004968 FRAME: 0641

**C. THOMAS TOPPIN AND ASSOCIATES, P.C.
A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS
370 E. MAPLE, THIRD FLOOR
BIRMINGHAM, MICHIGAN 48009
TELEPHONE: (248) 647-0930
FACSIMILE: (248) 647-4138
tomtoppin@hotmail.com**

FAX

To: U.S. Patent and Trademarks
Phone No.:
Fax No.: (571) 273-0140
From: C. Thomas Toppin
Date: January 31, 2013
Subject: WGI Heavy Minerals
Pages: 5 (including the cover page)

Attached is a **Recordation Form Cover Sheet** and a **Credit Card Payment Form**.

Our client, WGI Heavy Minerals Incorporated, converted to a limited liability company, WGI Heavy Minerals, L.L.C. It has 5 trademarks under the corporation name which we would like to change to the limited liability company name.

The corporate documentation evidencing the name change (2 pages) is attached.

Please call me if you have any questions or need anything additional.