

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Browning Investments, Inc.		07/31/2013	CORPORATION: INDIANA
RECEIVING PARTY DATA			
Name:	Browning Investments, LLC		
Street Address:	6100 W. 96th Street		
Internal Address:	Suite 250		
City:	Indianapolis		
State/Country:	INDIANA		
Postal Code:	46278		
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3275240	BROWNING	
Registration Number:	3283131	BROWNING CONSTRUCTION	
CORRESPONDENCE DATA			
Fax Number:	3172371000		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	317-237-1350		
Email:	tmindy@faegrebd.com		
Correspondent Name:	Michelle K. Bray		
Address Line 1:	300 N. Meridian Street		
Address Line 2:	Suite 2700		
Address Line 4:	Indianapolis, INDIANA 46204		
NAME OF SUBMITTER:	Michelle Kaiser Bray		
Signature:	/mkb/		

CH \$65.00 3275240

Date:

08/19/2013

Total Attachments: 7

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APPROVED
AND
FILED
Corie Hanson
IND. SECRETARY OF STATE

ARTICLES OF ENTITY CONVERSION
OF
BROWNING INVESTMENTS, INC.
INTO
BROWNING INVESTMENTS, LLC

Browning Investments, Inc., an Indiana corporation (the "Company"), desiring to convert into an Indiana limited liability company pursuant to Chapter 38.5 of the Indiana Business Corporation Law (the "IBCL"), submits these Articles of Entity Conversion which set forth the following facts:

ARTICLE I
Name of Company

The name of the Company immediately before the conversion becomes effective is Browning Investments, Inc. The name to which the name of the Company is to be changed is Browning Investments, LLC.

ARTICLE II
Type of Entity

As a result of the conversion, Browning Investments, LLC, the surviving entity, will be an Indiana limited liability company.

ARTICLE III
Adoption and Approval

The Plan of Entity Conversion attached hereto as Exhibit A was duly adopted and approved by joint unanimous written consent of the sole shareholder and the directors of the Company on July 29, 2013, in accordance with the Company's Articles of Incorporation and Chapter 38.5 of the IBCL.

ARTICLE IV
Articles of Organization

The Articles of Organization attached hereto as Exhibit B shall be the Articles of Organization of the Company immediately after the conversion becomes effective.

ARTICLE IV
Effective Date and Time

The conversion of the Company from an Indiana corporation to an Indiana limited liability company shall become effective on July 31, 2013.


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IN WITNESS WHEREOF, the undersigned duly authorized representative of the Company, has executed these Articles of Entity Conversion on behalf of the Company on this 29th day of July, 2013.

BROWNING INVESTMENTS, INC.

By: _____


Michael G. Browning, Chairman

Indiana Secretary of State
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Effective Date: 07/31/2013

EXHIBIT A

Plan of Entity Conversion

See attached

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PLAN OF ENTITY CONVERSION

**Conversion of Browning Investments, Inc.
to
Browning Investments, LLC**

This Plan of Entity Conversion (the "Plan") is undertaken by Browning Investments, Inc. (the "Company") in order to effect the conversion of the Company from an Indiana corporation to an Indiana limited liability company (the "Conversion") pursuant to, and in accordance with, Chapter 38.5 of the Indiana Business Corporation Law.

Filings. A duly authorized representative of the Company will take all actions and execute, deliver and file all documents and instruments that he or she deems necessary or appropriate to effectuate the Conversion including, without limitation, executing Articles of Entity Conversion and causing them to be filed with the Indiana Secretary of State. The Articles of Entity Conversion will provide, among other things, that (i) the Conversion will become effective as of July 31, 2013, and (ii) the name of the limited liability company that the Company is converting into will be Browning Investments, LLC.

Effect of Conversion. Effective upon the Conversion, the Company will be considered (i) to be an Indiana limited liability company for all purposes, (ii) to be the same entity without interruption, but in the form of a limited liability company instead of a corporation, and (iii) to have been organized as a limited liability company on June 29, 1977, the date that the Company was originally incorporated. All personal and real property of the Company, both tangible and intangible, will remain in the Company without reversion or impairment. The Conversion will not be deemed to affect any obligations or liabilities of the Company incurred prior to the Conversion.

Exchange of Capital Stock for Membership Units. Effective upon the Conversion, all of the outstanding shares of capital stock of the Company held by the sole shareholder will be exchanged for membership interest in the Company consisting of 1,000 units.

Organic Documents. The organic documents of the Company immediately after consummation of the Conversion will be as follows:

Articles of Organization. The Articles of Organization of the Company will be substantially in the form set forth in Exhibit A attached hereto. The Articles of Organization will be executed by a duly authorized representative of the Company and attached to the Articles of Entity Conversion filed with the Indiana Secretary of State.

Operating Agreement. The shareholder of the Company shall execute an Operating Agreement of the Company substantially in the form as set forth in Exhibit B attached hereto.

Management. The Company shall be managed by a Board of Managers which shall initially consist of one Manager. The initial Manager of the Company shall be Michael G. Browning.

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EXHIBIT B

Articles of Organization

See attached

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**ARTICLES OF ORGANIZATION
OF
BROWNING INVESTMENTS, LLC**

These Articles of Organization of Browning Investments, LLC (the "Company"), are dated as of this 31st day of July, 2013, and are being duly executed and filed by the undersigned person pursuant to the Indiana Business Flexibility Act (the "Act"):

ARTICLE I

Name

The name of the Company is Browning Investments, LLC.

ARTICLE II

Registered Office and Agent

The street address of the Company's registered office in the State of Indiana at the time of filing these Articles of Organization is 6100 W. 96th Street, Suite 250, Indianapolis, Indiana 46278, and the name of its registered agent at such office is David S. Gabovitch.

ARTICLE III

Term of Existence

The term of existence of the Company is perpetual until dissolved in accordance with the Act or the Company's Operating Agreement as in effect from time to time hereafter.

ARTICLE IV

Management by Managers

The Company is to be managed by one or more managers in accordance with and with such powers, duties and liabilities as provided in the Company's Operating Agreement as in effect from time to time hereafter.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization as of the date first above written.



Michael G. Browning, Authorized Person

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State of Indiana
Office of the Secretary of State

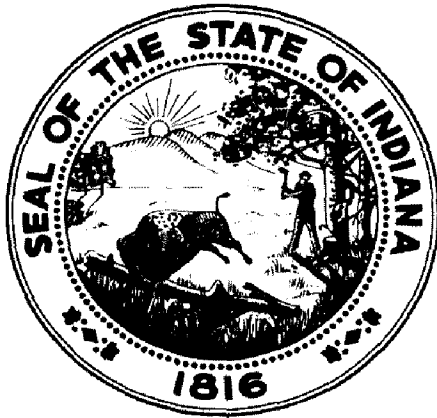
CERTIFICATE OF CONVERSION
of
BROWNING INVESTMENTS, INC.

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Conversion 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:

BROWNING INVESTMENTS, LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, July 31, 2013.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, July 31, 2013.

Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

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