

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of a Hawaii Corporation to a Hawaii Limited Liability Company and Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Helicopter Consultants of Maui, Inc.		10/24/2013	CORPORATION: HAWAII

RECEIVING PARTY DATA

Name:	Helicopter Consultants of Maui, LLC
Street Address:	1 Kahului Airport Road, Hangar 105
City:	Kahului
State/Country:	HAWAII
Postal Code:	96732
Entity Type:	LIMITED LIABILITY COMPANY: HAWAII

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2202654	BLUE HAWAIIAN HELICOPTERS
Registration Number:	2147847	BLUE HAWAIIAN HELICOPTERS
Registration Number:	2146548	DREAMS COME TRUE WITH BLUE HAWAIIAN
Registration Number:	3856300	HAWAII HELICOPTERS
Registration Number:	3128225	

CORRESPONDENCE DATA

Fax Number: 3126095005
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 312-609-7943
 Email: skowalski@vedderprice.com
 Correspondent Name: Sylvia Kowalski
 Address Line 1: 222 North LaSalle Street - 24th Floor
 Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	46674.00.004 -SWENDSEN, D	TRADEMARK
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CH \$140.00 2202654

NAME OF SUBMITTER:	Sylvia Kowalski
Signature:	/Sylvia Kowalski/
Date:	11/04/2013
Total Attachments: 5 source=Helicopter Consultants of Maui LLC - Hawaii Certified Charter#page1.tif source=Helicopter Consultants of Maui LLC - Hawaii Certified Charter#page2.tif source=Helicopter Consultants of Maui LLC - Hawaii Certified Charter#page3.tif source=Helicopter Consultants of Maui LLC - Hawaii Certified Charter#page4.tif source=Helicopter Consultants of Maui LLC - Hawaii Certified Charter#page5.tif	

8. Complete the applicable section. The Plan of Conversion was approved by the converting entity as follows:

A. By vote of the shareholders of the converting domestic profit/professional corporation:

Number of Shares Outstanding	Class/Series	Number of Shares Voting For Conversion	Number of Shares Voting Against Conversion
1,000	voting common stock	1,000	0
9,000	non-voting common stock	9,000	0

OR

B. By vote of the converting domestic limited liability company:

Total Number of Authorized Votes	Number of Votes For the Conversion	Number of Votes Against the Conversion

OR

C. The converting entity was a foreign profit corporation, a foreign limited liability company, a foreign limited partnership, a foreign limited liability limited partnership, a domestic or a foreign general partnership, or a domestic or foreign limited liability partnership. The approval of the Plan of Conversion was duly authorized and complied with the laws under which the converting entity was incorporated, formed, organized, or qualified.

OR

D. The converting entity was a domestic limited partnership or a domestic limited liability limited partnership and that a majority of the general partners have agreed to the conversion.

9. The conversion is effective on the date and time of filing the Articles of Conversion or at a later date and time, no more than 30 days after the filing, if so stated. Check one of the following statements:

Conversion is effective on the date and time of filing the Articles of Conversion.

Conversion is effective on _____ at _____ m., Hawaiian Standard Time, which date is not later than 30 days after the filing of the Articles of Conversion.

I/we certify under the penalties of Section 414-20, 415A-25, 414D-12, 425-13, 425-172, 425E-208, and 428-1302, Hawaii Revised Statutes, as applicable, that I/we have read the above statements, I/we are authorized to sign this Articles of Conversion, and that the above statements are true and correct.

Signed this 24th day of October, 2013

Patricia A. Chevalier, President
(Type/Print Name & Title)

Patricia A. Chevalier
(Signature)

(Type/Print Name & Title)

(Signature)

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by an officer, partner, or other duly authorized representative of the converting entity.

10/25/201320016

www.BusinessRegistrations.com
Nonrefundable Filing Fee \$50.00

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No. (808) 586-2727



10/25/201320016

ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY
(Section 428-203, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Hawaii, do hereby make and execute these Articles of Organization:

The name of the company shall be:

Helicopter Consultants of Maui, LLC

(The name must contain the words Limited Liability Company or the abbreviation L.L.C. or LLC)

II

The mailing address of the initial principal office is:

1 Kahului Airport Road, Hangar 105, Kahului, Hawaii 96732

III

The company shall have and continuously maintain in the State of Hawaii a registered agent who shall have a business address in this State. The agent may be an individual who resides in this State, a domestic entity or a foreign entity authorized to transact business in this State.

a. The name (and state or country of incorporation, formation or organization, if applicable) of the company's registered agent in the State of Hawaii is:

108144 D1

National Corporate Research, LTD.

Hawaii

(Name of Registered Agent)

(State or Country)

b. The street address of the place of business of the person in State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to is:

1188 Bishop Street, Suite 2212 Honolulu, Hawaii 96813

IV

The name and address of each organizer is:

Robert L. McCann

222 N. LaSalle Street, Suite 2400, Chicago, IL 60601

10/25/201320016

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V

The period of duration is (check one):

At-will

For a specified term to expire on: _____
(Month) (Day) (Year)

VI

The company is (check one):

a. Manager-managed and the names and addresses of the initial managers are listed in paragraph "c",
and the number of initial members are: 1

b. Member-managed, and the names and addresses of the initial members are listed in paragraph "c",

c. List the names and addresses of the initial managers if the company is Manager-managed, or
List the names and addresses of the initial members if the company is Member-managed.

240616 D1

BH Holdco #1, Inc.

1 Kahului Airport Road, Hangar 105, Kahului, Hawaii 96732

VII

The members of the company (check one):

Shall not be liable for the debts, obligations and liabilities of the company.

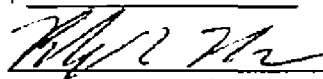
Shall be liable for all debts, obligations and liabilities of the company

Shall be liable for specified debts, obligations and liabilities of the company **as stated below**, and have consented in writing to the adoption of this provision or to be bound by this provision.

We certify, under the penalties set forth in the Hawaii Uniform Limited Liability Company Act, that we have read the above statements, I am authorized to sign this Articles of Organization, and that the above statements are true and correct to the best of our knowledge and belief.

Signed this 24th day of October, 2013

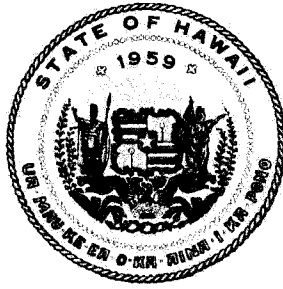
Robert L. McCann
(Type/Print Name of Organizer)


(Type/Print Name of Organizer)

(Signature of Organizer)

(Signature of Organizer)

SEE INSTRUCTIONS PAGE. The articles must be signed and certified by at least one organizer of the company.



Department of Commerce and Consumer Affairs

CERTIFICATE OF CONVERSION

I, KEALI'I S. LOPEZ, Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that pursuant to the Articles of Conversion of HELICOPTER CONSULTANTS OF MAUI, INC., a Hawaii profit corporation, filed in this department on October 24, 2013, in accordance with the Hawaii Revised Statutes, HELICOPTER CONSULTANTS OF MAUI, INC. is hereby converted to HELICOPTER CONSULTANTS OF MAUI, LLC, a Hawaii limited liability company, and that the conversion became effective on October 24, 2013, at 3:49 p.m.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, State of Hawaii, this 24th day of October, 2013.

Director of Commerce and Consumer Affairs

