

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of Entity with Change of Name

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Absorption Corp.		01/31/2014	CORPORATION: NEVADA

RECEIVING PARTY DATA	
Name:	Healthy Pet, L.P.
Street Address:	6960 Salashan Parkway
City:	Ferndale
State/Country:	WASHINGTON
Postal Code:	98248
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 19		
Property Type	Number	Word Mark
Serial Number:	86147343	BIOFRESH
Serial Number:	86138949	NESTABLES
Registration Number:	2865313	CAREFRESH
Registration Number:	3978754	CAREFRESH
Registration Number:	4257968	CAREFRESH
Registration Number:	3851365	CAREFRESH
Registration Number:	1927098	CATWORKS
Registration Number:	3777648	CONFETTI
Registration Number:	3789815	CRITTER CARE
Registration Number:	3971320	FRESHSORB
Registration Number:	3834265	
Registration Number:	3834238	
Registration Number:	3802323	HEALTHY PET
Registration Number:	4179366	

OP \$490.00 86147343

Registration Number:	4251420	
Registration Number:	2317469	SPILL-DRI
Registration Number:	2334090	SPILL-SORB
Registration Number:	4220865	SUPER SHAVIN'S
Registration Number:	3149643	SUPER SHAVIN'S

CORRESPONDENCE DATA

Fax Number: 2063599000

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

Phone: 206.359.8000

Email: pctrademarks@perkinscoie.com

Correspondent Name: Grace Han Stanton

Address Line 1: 1201 Third Avenue, Suite 4900

Address Line 4: Seattle, WASHINGTON 98101-3099

ATTORNEY DOCKET NUMBER:	59598.4000.0000.GX55
NAME OF SUBMITTER:	Grace Han Stanton
Signature:	/Grace Han Stanton/
Date:	02/13/2014

Total Attachments: 7

source=Absorption Corp. Conversion to Healthy Pet L.P#page1.tif
source=Absorption Corp. Conversion to Healthy Pet L.P#page2.tif
source=Absorption Corp. Conversion to Healthy Pet L.P#page3.tif
source=Absorption Corp. Conversion to Healthy Pet L.P#page4.tif
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source=Cert Copy of Conversion#page3.tif

Delaware

PAGE 1

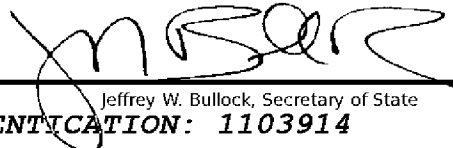
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A NEVADA CORPORATION UNDER THE NAME OF "ABSORPTION CORP." TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "ABSORPTION CORP." TO "HEALTHY PET, L.P.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 2014, AT 1:14 O'CLOCK P.M.

5475310 8100V

140117867




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1103914

DATE: 01-31-14

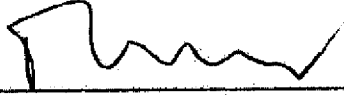
You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005216 FRAME: 0429

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED PARTNERSHIP PURSUANT TO
SECTION 17-217 OF THE LIMITED PARTNERSHIP ACT

- 1.) The jurisdiction where the Corporation first formed is Nevada.
- 2.) The jurisdiction immediately prior to filing this Certificate is Nevada.
- 3.) The date the corporation first formed is July 25, 1985.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Absorption Corp.
- 5.) The name of the Limited Partnership as set forth in the Certificate of Limited Partnership is Healthy Pet, L.P.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
31st day of January, A.D. 2014.

By: 
General Partner(s)
J. Rettenmaier America, Inc.
Name: J. O. Rettenmaier
Print or Type

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF LIMITED PARTNERSHIP OF "HEALTHY PET, L.P." FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 2014, AT 1:14 O'CLOCK P.M.



5475310 8100V

140117867

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1103914

DATE: 01-31-14

TRADEMARK
REEL: 005216 FRAME: 0431

**STATE OF DELAWARE
CERTIFICATE OF LIMITED PARTNERSHIP**

- **The Undersigned, desiring to form a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act, 6 Delaware Code, Chapter 17, do hereby certify as follows:**

- **First:** The name of the limited partnership is Healthy Pet, L.P.

- **Second:** The address of its registered office in the State of Delaware is 160 Greentree Dr Ste101 in the city of Dover
Zip code 19904. The name of the Registered Agent at such address is National Registered Agents, Inc.

- **Third:** The name and mailing address of each general partner is as follows:

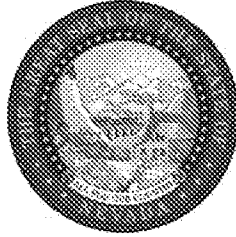
J. Rettenmaier America, Inc.
16369 US 131 Highway
Schoolcraft, MI 49087

- **In Witness Whereof, the undersigned has executed this Certificate of Limited Partnership as of 31st day of JANUARY, A.D. 2014.**

By: 
General Partner
J. Rettenmaier America, Inc.

Name: J.O. Rettenmaier
(type or print name)

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

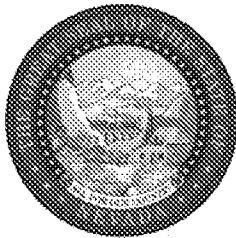
Certified Copy

January 31, 2014

Job Number: C20140131-2599
Reference Number:
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20140077600-87	Convert Out	2 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

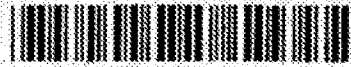
Certified By: Nita Hibshman
Certificate Number: C20140131-2599
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

TRADEMARK
REEL: 005216 FRAME: 0433



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov



140301

Filed in the office of Ross Miller Secretary of State State of Nevada	Document Number
	20140077600-87
	Filing Date and Time
	01/31/2014 10:00 AM
Entity Number	
C4963-1985	

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion
 (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Absorption Corp.
 Name of constituent entity

Nevada
 Jurisdiction

Corporation
 Entity type *

and

Healthy Pet, L.P.
 Name of resulting entity

Delaware
 Jurisdiction

Limited Partnership
 Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A-Conversion Page 1
 Revised: 8-31-11

TRADEMARK
 REEL: 005216 FRAME: 0434



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: Theodore Mischaikov
 c/o 6960 Salashan Parkway
 Ferndale, WA 98248

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: _____ Time: _____

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Absorption Corp.
 Name of constituent entity

X _____
 Signature

 Title

JAN 31 2014

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected

This form must be accompanied by appropriate fees

Nevada Secretary of State 92A Conversion Page 2
 Revised: 8-31-11