

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM304742

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Idle Free Systems LLC		04/18/2008	LIMITED LIABILITY COMPANY: WISCONSIN
RECEIVING PARTY DATA			
Name:	Idle Free Systems, Inc.		
Street Address:	1101 Industrial Drive		
Internal Address:	Suite 1		
City:	Watertown		
State/Country:	WISCONSIN		
Postal Code:	53094		
Entity Type:	CORPORATION: WISCONSIN		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3557388	SAVE GREEN DRIVE GREEN	
Registration Number:	3838363	REEFER LINK	
Registration Number:	3775277	IDLE FREE	
Registration Number:	3526054	IDLE FREE	
Registration Number:	3559898	IDLE FREE HYBRID IDLE ELIMINATION SYSTEM	
CORRESPONDENCE DATA			
Fax Number:	6124927077		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	612-492-7000		
Email:	ip@fredlaw.com		
Correspondent Name:	Patricia A. Larson, Senior Paralegal		
Address Line 1:	Fredrikson & Byron, P.A.		
Address Line 2:	200 S. Sixth Street, Suite 4000		
Address Line 4:	Minneapolis, MINNESOTA 55402-1425		
NAME OF SUBMITTER:	Patricia A. Larson		
SIGNATURE:	/Patricia A. Larson/		
DATE SIGNED:	05/16/2014		

OP \$140.00 3557388

Total Attachments: 9

source=certificate of conversion for idle free systems, inc (updated)#page1.tif

source=certificate of conversion for idle free systems, inc (updated)#page2.tif

source=certificate of conversion for idle free systems, inc (updated)#page3.tif

source=certificate of conversion for idle free systems, inc (updated)#page4.tif

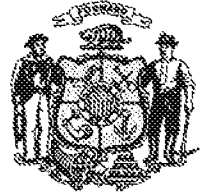
source=certificate of conversion for idle free systems, inc (updated)#page5.tif

source=certificate of conversion for idle free systems, inc (updated)#page6.tif

source=certificate of conversion for idle free systems, inc (updated)#page7.tif

source=certificate of conversion for idle free systems, inc (updated)#page8.tif

source=certificate of conversion for idle free systems, inc (updated)#page9.tif



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, GEORGE PETAK, Administrator, Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared by me with the record on file in the Corporation Section of the Division of Corporate & Consumer Services of this department and that the same is a true copy thereof and the whole of such record; and that I am the legal custodian of said record, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

A handwritten signature in cursive script that reads "George Petak".

GEORGE PETAK, Administrator
Division of Corporate and Consumer Services
Department of Financial Institutions

DATE:

MAY 14 2014

BY:


A handwritten signature in cursive script that reads "Cathy Nickels".

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

Sec. 179.76(3) & (5),
 180.1161(3) & (5),
 181.1161(3) & (5) and
 183.1207(3) & (5),
 Wis. Stats.

08 APR 18

DEPARTMENT OF FINANCIAL INSTITUTIONS
 State of Wisconsin
 DEPARTMENT OF FINANCIAL INSTITUTIONS
 Division of Corporate & Consumer Services

12 IO21319
 efiled


ONLINE
 PYMT

CERTIFICATE OF CONVERSION

1. Before conversion:

Company Name:
 Idle Free Systems LLC

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

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

Yes No

If yes, the entity is required to file a report with the Wisconsin Department of Revenue under section 73.14 of the Wisconsin Statutes. (See instructions.)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

3. After conversion:

Company Name:
 Idle Free Systems, Inc. *OK 10-24-09*

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

FILING FEE - \$150.00 Use of this form is mandatory.

DFI/CORP/1000(R06/06)

TRADEMARK
REEL: 005281 FRAME: 0730

4. A Plan of Conversion containing all the following parts is **attached** as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is **optional**.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion 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**.)
- G. Other provisions relating to the conversion, as determined by the business entity.

5. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.


6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION**:

Registered Agent (Agent for Service of Process): Robert H. Jordan	Registered Office: 1101 Industrial Drive Suite 1 Watertown, Wisconsin 53094
Additional Entry for a Limited Partnership only →	Record Office:

7. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION**:

Registered Agent (Agent for Service of Process): Robert H. Jordan	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 1101 Industrial Drive Suite 1 Watertown, Wisconsin 53094
Additional Entry for a Limited Partnership only →	Record Office:

8. Executed on April 18, 2008 (date) by the business entity PRIOR TO ITS CONVERSION.



(Signature)

Mark (X) below the title of the person executing the document.

Robert H. Jordan

(Printed Name)

For a limited partnership

Title: General Partner

For a corporation

For a limited liability company

Title: Member OR Manager

Title: President OR Secretary
or other officer title

INSTRUCTIONS (Ref. Sec. 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Submit one original and one exact copy along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.

Mailing Address:

Department of Financial Institutions
Division of Corporate & Consumer
Services
P O Box 7846
Madison WI 53707-7846

Physical Address for Express Mail:

Department of Financial Institutions
Division of Corporate & Consumer Services
345 W. Washington Ave - 3rd Fl.
Madison WI 53703

Phone: 608-261-7577
FAX: 608-267-6813
TTY: 608-266-8818

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

3. Enter the company name, type of business entity, and state of organization of business entity after conversion.

Sec. 179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

(T E M P L A T E)

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



EXHIBIT A

PLAN OF CONVERSION

1. Before conversion:

Company Name: Idle Free Systems LLC
--

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

2. After conversion:

Company Name: Idle Free Systems, Inc.
--

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

3. The terms and conditions of the conversion.

Not applicable.

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.

Upon the filing of this Certificate of Conversion, the members' membership interests shall convert into shares of common stock of Idle Free Systems, Inc. as follows:

Robert H. Jordan: 2,208,000 shares of common stock
Michael J. Allen: 192,000 shares of common stock

5. Other provisions relating to the conversion, as determined by the business entity.

Robert H. Jordan shall serve as the sole director of Idle Free Systems, Inc. (the "Company") until the size of the Board of Directors is increased in accordance with the Company's Bylaws.

6. (OPTIONAL) Effective Date and Time of Conversion

The effective date and time of conversion shall be 04/18/2008 (date) at 5:00 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)

**ARTICLES OF INCORPORATION
OF
IDLE FREE SYSTEMS, INC.**

The undersigned, acting as an incorporator of a corporation under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is "Idle Free Systems, Inc." (the "Corporation").

ARTICLE II

The period of existence of the Corporation shall be perpetual.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is Four Million (4,000,000), consisting of one class only, designated as "Common Stock," with a par value of \$0.001 per share.

ARTICLE IV

The number of directors constituting the Board of Directors shall initially be two (2) and thereafter such other number as may be designated from time to time by or in the manner provided in the Bylaws.

ARTICLE V

The address of the initial registered office of the Corporation is 1101 Industrial Drive, Suite 1, Watertown, Wisconsin 53094. The name of the Corporation's initial registered agent at such address is Robert H. Jordan.

ARTICLE VI

The Bylaws of the Corporation may provide for a greater or lower quorum requirement or a greater voting requirement for shareholders or voting groups of shareholders than is provided by the Wisconsin Business Corporation Law.

ARTICLE VII

These Articles of Incorporation may be amended in the manner authorized by law at the time of the amendment, and the power to adopt, repeal or amend the Bylaws of the Corporation shall hereinafter be vested in the Board of Directors, but any bylaws so adopted shall be subject to amendment or repeal by the shareholders as well as by the directors.

ARTICLE VIII

Any action required or permitted by these Articles of Incorporation or the Bylaws of the Corporation or any provision of the Wisconsin Business Corporation Law to be taken at a meeting of shareholders of the corporation, may be taken without a meeting and without action by the Board of Directors if written consent or consents, describing the action so taken, is signed by the holders of outstanding stock who would be entitled to vote at a meeting those shares with voting power to cast not less than the minimum number or, in the case of voting by voting groups, numbers of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted.

ARTICLE IX

Except as may be provided pursuant to the terms and provisions of any stockholders agreement by and among the Corporation and the other stockholders set forth on the signature pages thereto, no holder of shares of Common Stock shall be entitled to preemptive or subscription rights. If the Corporation grants preemptive rights to certain of its stockholders, Sections 180.0630(3) through (6) shall not apply.

ARTICLE X

The name and address of the sole incorporator is:

Robert Jordan
c/o Idle Free Systems, Inc.
1101 Industrial Drive, Suite 1
Watertown, Wisconsin 53094

Executed this 18th day of April, 2008.

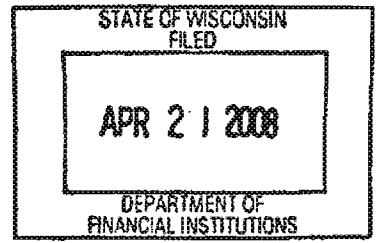


Name: Robert H. Jordan
Title: Chief Technology Officer

This instrument was drafted by and should be returned to Paul T. Wrycha of Foley & Lardner LLP, 150 E. Gilman Street, Madison, Wisconsin 53703.

\$ 150.⁰⁰ + 25.⁰⁰ Exp

Fee simple ownership interest Yes No (for DFI use only)
CERTIFICATE OF CONVERSION



Chapter 183 -> Chapter 180
Converts a Wisconsin Domestic limited liability company

Robert H. Jordan
1101 Industrial Drive
Suite 1
Watertown, Wisconsin 53094

into a Wisconsin Domestic Corporation

▲ Enter your return address within the bracket above.

Phone number during the day: (920) 206 - 6900

Chanas name
INSTRUCTIONS (Cont'd)

005# 20084181501861
#150.⁰⁰
25.⁰⁰ Exp

4. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is optional.

5. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.

6. Provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership, also provide the address of its record office.

7. Provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership, also provide the address of its record office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.

8. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.