# OP \$240.00 311938

#### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM325996

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
New-Cell, Inc.		10/09/2014	CORPORATION: WISCONSIN

#### **RECEIVING PARTY DATA**

Name:	New-Cell, LLC	
Street Address:	450 Security Boulevard	
City:	Green Bay	
State/Country:	WISCONSIN	
Postal Code:	54313	
Entity Type:	LIMITED LIABILITY COMPANY: WISCONSIN	

#### **PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	3119383	CELLCOM
Registration Number:	3422482	MULTIRING
Registration Number:	2649154	CLEARLY THE BEST
Registration Number:	2490769	PERFECT CHOICE
Registration Number:	2490770	PERFECT CHOICE TO GO
Registration Number:	2492553	PERFECT ¢HOICE TO GO
Registration Number:	2492552	PERFECT CHOICE
Registration Number:	2497370	MULTIRING
Registration Number:	2199260	LEADER OF THE PACK

#### CORRESPONDENCE DATA

Fax Number:

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

Email: TLK@lcojlaw.com
Correspondent Name: Tori Lynne Kluess
Address Line 1: 231 S. Adams Street

Address Line 4: Green Bay, WISCONSIN 54301

NAME OF SUBMITTER:	Tori Lynne Kluess	
SIGNATURE:	/Tori Lynne Kluess/	
DATE SIGNED:	12/12/2014 TRADEMARK	

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## Total Attachments: 5 source=Certificate of Conversion#page1.tif source=Certificate of Conversion#page2.tif source=Certificate of Conversion#page3.tif source=Certificate of Conversion#page4.tif source=Certificate of Conversion#page5.tif

TRADEMARK REEL: 005418 FRAME: 0609 Sec.179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5), 183.1207(3) & (5), Wis Stats.

### State of Wisconsin Department of Financial Institutions

Division of Corporate & Consumer Services



#### Certificate of Conversion

#### **Converting Entity**

Name: NEW-CELL, INC. Org ID: N020366

Entity Type: Business Corporation

Jurisdiction: WI

#### **Real Estate**

Converting Entity Name	Does the entity have a fee simple ownership interest in any Wisconsin real estate immediately prior to the conversion?
NEW-CELL, INC.	Yes

#### **Converted Entity**

Name: New-Cell, LLC

Entity Type: Limited Liability Company

Jurisdiction: WI

#### **Plan of Conversion**

Plan Of Conversion

#### **Articles/Certificate**

Articles of Organization

#### **Method Of Approval**

The plan of conversion is approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

#### Registered Agent and Registered Office Address Before Conversion

ROBERT D. RIORDAN 450 SECURITY BLVD GREEN BAY, WI 54313 United States of America

Registered Agent and Registered Office Address After Conversion

**ROBERT D. RIORDAN** 

450 SECURITY BLVD. GREEN BAY, WI 54313 United States of America

#### Drafter

This document is drafted by: Attorney Robert M. Charles

#### Signature

Signature: Treasurer and CFO

Title: Mark Naze

#### **Endorsement**

Received Date: 10/9/2014 3:00:00 PM

Filed Date:10/10/2014 Filing Fee:\$150.00 Expedite Fee:\$25.00 Total Fee:\$175.00

Comments:

Certificate of Conversion, converting a WI domestic Corp (Chap 180) to a WI domestic LLC (Chap 183)

Name Change

Effective Date: October 31, 2014

OOS# 201410094021967 \$150.00 & \$25.00 Exp Fee

#### DO NOT STAPLE

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

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



#### PLAN OF CONVERSION

1. Before co	onversion:	
Company Na	ame:	
New-Cell, Ir	nc.	
Indicate (X) Entity Type	Limited Partnership (Ch. 179, Wis. Stats.)  Business Corporation (Ch. 180, Wis. Stats.)  Nonstock Corporation (Ch. 181, Wis. Stats.)  Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of  WI  (state or country)
2. After con	version:	
Company Na	me:	
New-Cell, LL	.c	
Indicate (X) Entity Type	Limited Partnership (Ch. 179, Wis. Stats.)  Business Corporation (Ch. 180, Wis. Stats.)  Nonstock Corporation (Ch. 181, Wis. Stats.)  Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of  WI  (state or country)
3. The terms	and conditions of the conversion.	
The Class A to membersh	and Class B shares of stock of New-Cell, Inc. shall be convi ip units (one class) in New-Cell, LLC. The membership uni	erted on a one to one basis ts shall not be certificated.

DFI/CORP/1000(R09/14)

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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.
The Class A and Class B shares of stock of New-Cell, Inc. shall be converted on a one to one basis to membership units (one class) in New-Cell, LLC. The membership units shall not be certificated.
5. Other provisions relating to the conversion, as determined by the business entity.
N/A
6. (OPTIONAL) Effective Date and Time of Conversion
The effective date and time of conversion shall be 10/31/2014 (date) at 11:59 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. If converting the entity to another state or country, the governing document is not required.
(NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is <b>optional</b> )
(Attach the appropriate governing document after conversion as Exhibit B)

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#### **ARTICLES OF ORGANIZATION**

Article 1. Name of the limited liability company	New-Cell, LLC
(Must end with "LLC" or contain other appropr	riate words or abbreviations. See sec. 183.0103, Wis. Stats.)
Article 2. The limited liability company is organ	nized under Ch. 183 of the Wisconsin Statutes.
Article 3. The management of the limited liabili	ity company shall be vested in:
a manager or managers	OR Its members
Article 4. Name of the registered agent:	Article 5. Street address (in Wisconsin) of the registered office:
Robert D. Riordan	450 Security Blvd. Green Bay, WI 54313

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**RECORDED: 12/12/2014**