

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM338150

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Birchwood Laboratories, Inc.		11/26/2014	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Birchwood Laboratories LLC		
Street Address:	7900 Fuller Road		
City:	Eden Prairie		
State/Country:	MINNESOTA		
Postal Code:	55344		
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA		
PROPERTY NUMBERS Total: 29			
Property Type	Number	Word Mark	
Registration Number:	3071129	A.E.R.	
Registration Number:	1197582	ALUMA BLACK	
Registration Number:	1168806	ANTIQUE BLACK	
Registration Number:	1251971	ANTIQUE BLACK	
Registration Number:	2054507	BIRCHWOOD	
Registration Number:	2056995	B BIRCHWOOD LABORATORIES, INC.	
Registration Number:	4424576	BIRCHWOOD	
Registration Number:	3506585	B-SURE	
Registration Number:	2290114	CLEARLOK	
Registration Number:	0929857	DRI-TOUCH	
Registration Number:	0878775	FULLER SHIELD	
Registration Number:	1397345	FULLER SHIELD	
Registration Number:	2673281	LIQUICELL	
Registration Number:	3341374	LIQUICELL	
Registration Number:	3665104	LIQUICELL	
Registration Number:	3652289	LUMICLAD	
Registration Number:	3652290	LUMIPRIME	
Registration Number:	1542152	MICROLOK	
Registration Number:	2413852	OXYPRIME	

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Property Type	Number	Word Mark
Registration Number:	1218801	PRESTO BLACK
Registration Number:	1005695	PRESTO KLEEN
Registration Number:	2102304	SAFE PREP
Registration Number:	2157445	SAFE SCRUB
Registration Number:	1262161	SATIN SHIELD
Registration Number:	0782149	SCOPETTES
Registration Number:	1054937	SCOPETTES, JR.
Registration Number:	4022388	SHEAR POINTS
Registration Number:	0874965	SHEATH
Registration Number:	2340882	TRU TEMP

CORRESPONDENCE DATA

Fax Number: 6126324444

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.

Phone: 612.632.3271

Email: trademark@gpmlaw.com

Correspondent Name: Jennifer Debrow/Cheryl Johnson

Address Line 1: P.O. Box 2906

Address Line 2: Gray, Plant, Mooty, Mooty & Bennett, P.A

Address Line 4: Minneapolis, MINNESOTA 55402-0906

ATTORNEY DOCKET NUMBER:	147872
NAME OF SUBMITTER:	Jennifer C. Debrow
SIGNATURE:	/Jennifer C. Debrow/
DATE SIGNED:	04/14/2015

Total Attachments: 4

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DC to MN LLC

ARTICLES OF CONVERSION
OF
BIRCHWOOD LABORATORIES, INC.
INTO
BIRCHWOOD LABORATORIES LLC

These Articles of Conversion relate to the conversion of Birchwood Laboratories, Inc., a Minnesota corporation, into Birchwood Laboratories LLC, a Minnesota limited liability company.

1. The plan of conversion, dated November 25, 2014, is attached hereto as Exhibit A.
2. The name of the converting organization is Birchwood Laboratories, Inc. The name of the converted organization will be Birchwood Laboratories LLC.
3. The converted organization will be a limited liability company governed by Chapter 322B of the Minnesota Statutes.
4. The plan of conversion has been approved by the converting organization pursuant to Section 302A.685 of the Minnesota Statutes.
5. The articles of organization attached as Exhibit B to the plan of conversion will be the articles of organization of the converted organization.
6. The conversion provided for herein will be effective as of the close of business on November 30, 2014. ✓

DATED: November 26, 2014.

BIRCHWOOD LABORATORIES, INC.

By: Michael F. Shelton
Michael F. Shelton
Its: Chief Executive Officer

Exhibit A: Plan of Conversion
Exhibit B: Articles of Organization

EXHIBIT A
PLAN OF CONVERSION

This Plan of Conversion is adopted by Birchwood Laboratories, Inc., a Minnesota corporation (the "Company"), as of November 25, 2014.

WHEREAS, the board of directors of the Company has determined that it is advisable and in the best interests of the Company and its shareholders to convert (the "Conversion") the Company from a Minnesota corporation into a Minnesota limited liability company (the "Converted Organization").

WHEREAS, in order to effect the Conversion, the board of directors has approved, and a majority-in-interest of the shareholders of the Company have thereafter adopted, this Plan of Conversion, which constitutes a plan of liquidation for federal tax purposes.

1. **Conversion.** Pursuant to Section 302A.681 of the Minnesota Statutes, the Company will be converted into the Converted Organization. The name of the Converted Organization will be "Birchwood Laboratories LLC."

2. **Effective Time.** The Conversion will be effective as of the close of business on November 30, 2014 (the "Effective Time").

3. **Organizational Documents.** The articles of organization attached as Exhibit B hereto will be the articles of organization of the Converted Organization.

4. **Board of Governors and Managers.** The directors of the Company holding office immediately before the Effective Time will constitute the board of governors of the Converted Organization. The officers of the Company holding office immediately before the Effective Time will be the managers of the Converted Organization with the same titles.

5. **Conversion of Capital Stock.** At the Effective Time, each share of common stock of the Company, par value \$0.10 per share, will, by virtue of the conversion and without any action on the part of the holder thereof, be converted into one unit of membership interest in the Converted Organization.

6. **Articles of Conversion.** In accordance with this Plan of Conversion and for the purposes of effecting the Conversion, the Corporate Secretary will file articles of conversion, which contain a copy of this Plan of Conversion and the Exhibit hereto, with the Minnesota Secretary of State.

BIRCHWOOD LABORATORIES, INC.

By: Michael F. Shelton
Michael F. Shelton
Its: Chief Executive Officer

Exhibit B: Articles of Organization

EXHIBIT B

**ARTICLES OF ORGANIZATION
OF
BIRCHWOOD LABORATORIES LLC**

The undersigned, being of full age and for the purpose of forming a limited liability company under Minnesota Statutes Chapter 322B, does hereby adopt the following articles of organization:

**ARTICLE 1
Name**

The name of this limited liability company is Birchwood Laboratories LLC.

**ARTICLE 2
Registered Office**

The address of this limited liability company's registered office in this state is 7900 Fuller Road, Eden Prairie, Minnesota 55344.

**ARTICLE 3
Organizer**

The name and address of the sole organizer of this limited liability company is Maxwell J. Bremer, Gray, Plant, Mooty, Mooty & Bennett, P.A., 500 IDS Center, 80 South Eighth Street, Minneapolis, Minnesota 55402.

**ARTICLE 4
Cumulative Voting Prohibition**

Members will have no rights of cumulative voting.

**ARTICLE 5
Member Action by Written Consent**

Any action required or permitted to be taken at a meeting of the members may be taken by written action signed, or consented to by authenticated electronic communication, by members having voting power equal to the voting power that would be required to take the same action at a meeting at which all members entitled to vote were present.


**ARTICLE 6
Limitation of Governor Liability**

No governor of this limited liability company will be personally liable to the limited liability company or its members for monetary damages for breach of fiduciary duty by such governor, except to the extent expressly required by Minnesota law. Any repeal or modification

of this Article by the members of this limited liability company will be prospective only and will not adversely affect any limitation on the personal liability of a governor of this limited liability company existing at the time of such repeal or modification.

* * *

Dated effective as of November 30, 2014.


Organizer

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STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

NOV 26 2014

Monke Ritchie
Secretary of State

NK