

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM339287

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AdCare Health Systems, Inc.		12/12/2013	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	AdCare Health Systems, Inc.		
Street Address:	Two Buckhead Plaza, 3050 Peachtree Road NW		
Internal Address:	Suite 355		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30305		
Entity Type:	CORPORATION: GEORGIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2963780	ADCARE	
Registration Number:	2963781	ADCARE	
Registration Number:	2240503	ADCARE	
Registration Number:	2235811	ADCARE	
CORRESPONDENCE DATA			
Fax Number:	6142223481		
<i>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.</i>			
Phone:	(614) 462-2219		
Email:	ipdocketcolumbus@icemiller.com		
Correspondent Name:	Susan D. Rector		
Address Line 1:	250 West Street, Suite 700		
Address Line 4:	Columbus, OHIO 43215-7509		
ATTORNEY DOCKET NUMBER:	43165.0008		
NAME OF SUBMITTER:	Susan D. Rector		
SIGNATURE:	/Susan D. Rector/		
DATE SIGNED:	04/24/2015		
Total Attachments: 10			

OP \$115.00 2963780

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source=COLUMBUS-#4868282-v1-Certificates_of_Conversion_-_Ohio_and_Georgia#page2.tif
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source=COLUMBUS-#4868282-v1-Certificates_of_Conversion_-_Ohio_and_Georgia#page10.tif



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/12/2013	201334600850	CONVERSION WITHIN SOS RECORDS (CVS)	125.00	300.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CARLILE PATCHEN & MURPHY, LLP
 MICHELLE CARRION
 366 EAST BROAD STREET
 COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
 801461

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
ADCARE HEALTH SYSTEMS, INC.

and, that said business records show the filing and recording of:

Document(s)

CONVERSION WITHIN SOS RECORDS

Document No(s):

201334600850

Effective Date: 12/12/2013

CHANGE BUSINESS TYPE TO FOREIGN FOR PROFIT



United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the
 Secretary of State at Columbus, Ohio
 this 12th day of December, A.D. 2013.

Ohio Secretary of State



Form 700 Prescribed by:
JON HUSTED
 Ohio Secretary of State
 Central Ohio: (614) 466-3910
 Toll Free: (877) SOS-FILE (767-3453)
 www.OhioSecretaryofState.gov
 Busserv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

Mail this form to one of the following:
 Regular Filing (non expedite)
 P.O. Box 1329
 Columbus, OH 43216

Expedite Filing (Two-business day processing
 time requires an additional \$100.00).
 P.O. Box 1390
 Columbus, OH 43216

**Certificate for Conversion for Entities Converting
 Within or Off the Records of the Ohio Secretary of State
 Filing Fee: \$125**

(CHECK ONLY ONE (1) BOX)

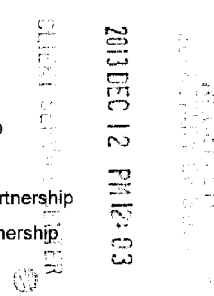
(1) <input checked="" type="checkbox"/> Converting <u>Within</u> The Records of the Ohio Secretary of State	(2) <input type="checkbox"/> Converting <u>Off</u> The Records of the Ohio Secretary of State (187-VXX)
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Name of the converting entity	AdCare Health Systems, Inc.
Jurisdiction of Formation	Ohio
Charter/Registration Number	801461

The converting entity is a:
 (Check Only (1) One Box)

<input checked="" type="checkbox"/> Domestic Corporation (For-Profit or Nonprofit)	<input type="checkbox"/> Partnership
<input type="checkbox"/> Foreign Corporation (For-Profit or Nonprofit)	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Domestic Nonprofit Limited Liability Company	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign Nonprofit Limited Liability Company	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Domestic For-Profit Limited Liability Company	<input type="checkbox"/> Foreign Limited Liability Partnership
<input type="checkbox"/> Foreign For-Profit Limited Liability Company	

The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.



Name of the converted entity	AdCare Health Systems, Inc.
Jurisdiction of Formation	Georgia

The converted entity is a:
(Check Only (1) One Box)

<input type="checkbox"/> Domestic Corporation (For-Profit)	<input type="checkbox"/> Partnership
<input checked="" type="checkbox"/> Foreign Corporation (For-Profit or Nonprofit)	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Domestic Nonprofit Limited Liability Company	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign Nonprofit Limited Liability Company	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Domestic For-Profit Limited Liability Company	<input type="checkbox"/> Foreign Limited Liability Partnership
<input type="checkbox"/> Foreign For-Profit Limited Liability Company	

Effective Date (Optional)	12/12/13	(The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)	
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Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.

Carlie Patchen & Murphy LLP		
Name		
366 East Broad Street		
Mailing Address		
Columbus	Ohio	43215
City	State	Zip Code

Required information that must accompany conversion certificate if box 2 is checked		
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If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.

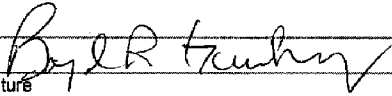
Name of Statutory Agent		
Mailing Address		
City	Ohio	Zip Code
	State	

If the agent is an individual using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

See instructions for additional filing requirements if
(1) the conversion creates a new domestic entity,
(2) the converted entity is a foreign entity that desires to transact business in Ohio; or
(3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

IN-WITNESS WHEREOF, the conversion is authorized on behalf of the converting entity and that each person signing the certificate of conversion is authorized to do so.

Required
Must be signed by an
authorized representative.


Signature

By (if applicable)

Boyd P. Gentry, Chief Executive Officer
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



Form 530A Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Foreign For-Profit Corporation Application for License
Filing Fee: \$125
(151-FLF)

The application is made to procure a Permanent License Temporary License (valid for six months)

Attach Certificate of Good Standing from the jurisdiction of formation (see instructions)

Name of Corporation
(Name must match the name on the Certificate of Good Standing)

Assumed name under which the corporation will do business, if its corporate name is not available in Ohio
(Must attach "Resolution of Foreign Corporation to Qualify Under An Assumed Name" Form 591)

Under the Laws of the Jurisdiction of
Jurisdiction of Formation

Date of Incorporation in Jurisdiction of Formation (Date must match the date provided on
the Certificate of Good Standing)
Date of Incorporation

The location of the principal office (non-Ohio) is:

Mailing Address

City

State

ZIP Code

If there is a principal office within Ohio, the location is

Mailing Address

City

State

ZIP Code

A brief summary of the corporate purpose(s) to be exercised within Ohio

Appointment of Agent

The corporation hereby appoints the following as its statutory agent upon whom process against the corporation may be served in Ohio.

CT Corporation System

Name

1300 East Ninth Street

Mailing Address

Cleveland

City

Ohio

State

44114

ZIP Code

- If the agent is an individual and using a P.O. Box, check this box to confirm the agent is an Ohio resident.

The entity above irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- A. an agent is not appointed, or
 B. an agent is appointed but the authority of that agent has been revoked, or
 C. the agent cannot be found or served after the exercise of reasonable diligence.

Pursuant to Ohio Revised Code 1703.29 (A), a foreign corporation is required to pay an additional \$250 fee if the application is being made to enable the corporation to prosecute or defend a legal action. Please see Ohio Revised Code or the instructions for more information.

- No, the corporation is not filing for this purpose and an additional fee is not included.
- Yes, the application is being filed for this purpose and the additional \$250 fee is included with the filing fee.

If yes then:

Pursuant to Ohio Revised Code 1703.29(B), a foreign corporation that began transacting business in Ohio prior to 2009 without a license may be required to provide a certificate from the tax commissioner which states that the corporation has paid all franchise taxes which it should have paid had it qualified to do business in this state.

Did the corporation begin transacting business in Ohio prior to 2009?

- Yes, the D4 certificate from the tax commissioner is attached.
- No, the corporation began transacting business in 2009 or later, therefore, a D4 certificate is not required.

Boyd P. Gentry, being first duly sworn, deposes and says that he/she is the
Name of Officer

Chief Executive Officer of AdCare Health Systems, Inc.
Officer Title Corporation

the corporation described in the foregoing application, and that the statements contained in said application are true and correct to best of my knowledge and belief.

Name Boyd P. Gentry

Signature *Boyd P. Gentry*

Sworn before me and subscribed on 12/10/13
Date



Kristen N Parker
Notary Public

Expiration Date of Notary's Commission

Kristen N Parker
NOTARY PUBLIC
Gwinnett County, GEORGIA
My Comm. Exp. 4/16/16

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 12085119
DATE INC/AUTH/FILED : October 26, 2012
JURISDICTION : Georgia
PRINT DATE : 12/12/2013 11:14:08 AM

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ADCARE HEALTH SYSTEMS, INC.
A Domestic Corporation

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



A handwritten signature in black ink, appearing to read 'B: P. Kemp'.

Brian P. Kemp
Secretary of State

Tracking #: DU2x9dNt

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, **Brian P. Kemp**, The Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that a CERTIFICATE OF CONVERSION has been filed on December 12, 2013 converting

ADCARE HEALTH SYSTEMS, INC.
a Foreign For-Profit Corporation

to

ADCARE HEALTH SYSTEMS, INC.
a Domestic For-Profit Corporation

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid. Conversion of the above-named entity is effective upon issuance of this certificate.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on December 12, 2013



A handwritten signature in black ink, appearing to read 'B. P. Kemp', written in a cursive style.

Brian P. Kemp
Secretary of State

**CERTIFICATE OF CONVERSION
OF
ADCARE HEALTH SYSTEMS, INC.
TO BECOME A GEORGIA CORPORATION**

Pursuant to O.C.G.A. §14-2-1109.2, AdCare Health Systems, Inc., an Ohio corporation (the "Corporation"), files this Certificate of Conversion to convert from a foreign corporation to a Georgia corporation (the "Conversion").

I.

The name and jurisdiction of organization of the entity making the election is as follows:

Name: AdCare Health Systems, Inc.
Jurisdiction of Organization: State of Ohio

II.

The Corporation hereby elects to become a corporation of Georgia.

III.

The effective date and time of the Conversion shall be the date and time this Certificate of Conversion is filed.

IV.

The election has been approved in compliance with O.C.G.A. §14-2-1109.2(a).

V.

Filed with this Certificate of Conversion are Articles of Incorporation that are in the form required by O.C.G.A. §14-2-202, setting forth a name for the Corporation that satisfies the requirements of O.C.G.A. §14-2-401, and stating that such Articles of Incorporation shall be the Articles of Incorporation of the Corporation formed pursuant to the election unless and until modified in accordance with the O.C.G.A.

VI.

Upon the effective date and time of the Conversion, by virtue of and without any further action on the part of AdCare Health Systems, Inc., an Ohio corporation, or its shareholders, each outstanding share of the common stock and preferred stock of AdCare Health Systems, Inc., an Ohio corporation, will continue to be an outstanding share of common stock and preferred stock, respectively, of AdCare Health Systems, Inc., a Georgia corporation, after the Conversion.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion this 12th day of December, 2013.

ADCARE HEALTH SYSTEMS, INC.

By: *Rayd P. Gerkey*

Name: Rayd P. Gerkey

Its: Chief Executive Officer

SECRETARY OF STATE
CORPORATIONS DIVISION

838437

2013 DEC 12 AM 10:45