

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM346587

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tendercare (Michigan), Inc.		06/29/2015	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Tendercare (Michigan) LLC		
Street Address:	111 W. Michigan Street		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53203		
Entity Type:	LIMITED LIABILITY COMPANY: MICHIGAN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2401192	TENDERCARE	
CORRESPONDENCE DATA			
Fax Number:	4142735198		
<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:	414-273-3500		
Email:	bgilpin@gklaw.com		
Correspondent Name:	Brian G. Gilpin		
Address Line 1:	780 N Water Street		
Address Line 2:	Godfrey & Kahn, S.C.		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	012734-0001		
NAME OF SUBMITTER:	Brian G. Gilpin		
SIGNATURE:	/bgg/		
DATE SIGNED:	07/01/2015		
Total Attachments: 8			
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source=ConversionDocumentsforTendercare#page2.tif			
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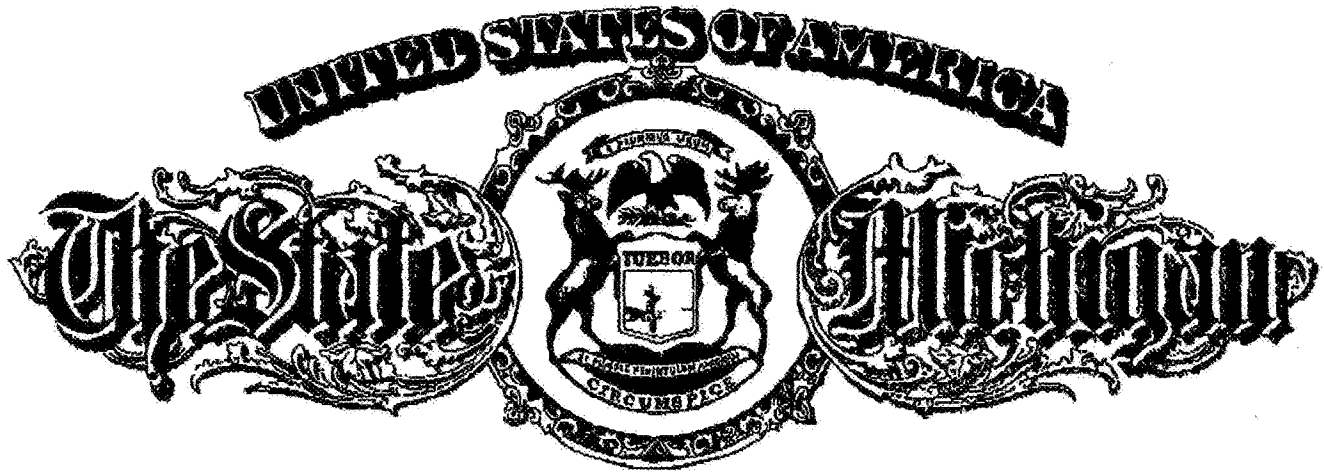
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Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



Sent by Facsimile Transmission
123456

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 29th day of June, 2015

Alan J. Schefke, Director
Corporations, Securities & Commercial Licensing Bureau

TRADEMARK
REEL: 005567 FRAME: 0140

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU										
Date Received JUN 29 2015	(FOR BUREAU USE ONLY)									
	<p style="text-align: center;">This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.</p> <div style="text-align: center; font-weight: bold; font-size: 1.2em;">FILED</div> <div style="text-align: center; font-weight: bold; font-size: 1.1em;">JUN 29 2015</div> <div style="text-align: center; font-weight: bold; font-size: 0.9em;">BY ADMINISTRATOR CORPORATIONS DIVISION</div> <p style="text-align: center; font-weight: bold; font-size: 0.8em;">EFFECTIVE DATE:</p>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td colspan="3">Name Catherine Ledyard</td></tr> <tr><td colspan="3">Address One Rodney Square, 920 N. King Street</td></tr> <tr> <td style="width: 50%;">City Wilmington</td> <td style="width: 20%;">State DE</td> <td style="width: 30%;">ZIP Code 19801</td> </tr> </table>	Name Catherine Ledyard			Address One Rodney Square, 920 N. King Street			City Wilmington	State DE	ZIP Code 19801	
Name Catherine Ledyard										
Address One Rodney Square, 920 N. King Street										
City Wilmington	State DE	ZIP Code 19801								

Document will be returned to the name and address you enter above. If left blank, document will be returned to the registered office.

CERTIFICATE OF CONVERSION

For use by a Corporation Converting into a Business Organization

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies), and Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate of Conversion.

1. Before Conversion

Entity Name: Tendercare (Michigan), Inc.		Entity ID: 519062
Indicate (X) Entity Type	<input checked="" type="checkbox"/> Domestic Profit Corporation	Street Address, if different than the one provided in Item 3:
	<input type="checkbox"/> Domestic Nonprofit Corporation	
	<input type="checkbox"/> Foreign Profit Corporation	
	<input type="checkbox"/> Foreign Nonprofit Corporation	

2. After Conversion

Entity Name: Tendercare (Michigan) LLC	
Indicate (X) Entity Type	<input type="checkbox"/> Domestic Profit Corporation <input type="checkbox"/> Domestic Nonprofit Corporation <input type="checkbox"/> Foreign Profit Corporation <input type="checkbox"/> Foreign Nonprofit Corporation <input checked="" type="checkbox"/> Domestic Limited Liability Company <input type="checkbox"/> Foreign Limited Liability Company

\$1050.00 ck Indk 203089

If the converting corporation is a domestic corporation that has not commenced business, has not issued any shares or memberships, and has not elected a board of directors, proceed to Item 9.

If the converting corporation is a domestic corporation that has commenced business or a foreign corporation, proceed to Item 3.

3. Surviving Business Organization

Governing Statute: Michigan Limited Liability Company Act, Act 23, Public Acts of 1993
Street Address: 111 W. Michigan Street, Milwaukee, Wisconsin 53203
Principal Place of Business: 111 W. Michigan Street, Milwaukee, Wisconsin 53203

4. Complete only if converting a profit corporation.

Designation and number of outstanding shares in each class and series <u>10,300 shares of common stock, \$1.00 par value</u>
Indicate class and series of shares entitled to vote <u>common stock</u>
Indicate class and series entitled to vote as a class, if any <u>N/A</u>
If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

5. Complete only if converting a nonprofit corporation and it is organized on a stock basis.

Designation and number of outstanding shares in each class _____
Indicate class of shares entitled to vote _____
Indicate class of shares entitled to vote as a class, if any _____
If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

6. Complete only if converting a nonprofit corporation and it is organized on a membership basis.

For a corporation organized on a membership basis, state (a) a description of its members and (b) the number, classification, and voting rights of its members:

7. Complete only if converting a nonprofit corporation and it is organized on directorship basis.

For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors:

8. The manner and basis of converting the shares or memberships of the converting corporation into ownership interests or obligations of the surviving business organization, into cash, into other consideration that may include ownership interests or obligations of an entity that is not a party to the conversion, or into a combination of cash and other consideration.

As of the effective date of the conversion, all of the shares of common stock of the converting entity outstanding immediately prior to the effective date of the conversion will, by virtue of the conversion and without any action on the part of the converting entity or the converted entity, become all of the membership interests in the converted entity owned in the same percentages by the same owners as in the converting entity.

9. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document by the administrator.)

The conversion is effective on the _____ day of _____.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any shareholder or member of the converting corporation.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

10. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Expiration Date
See Attachment	

11. The converting corporation's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization:

Assumed Name

Attachment

The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Id Num	Creation Date	Renew Date	Expiration Date
TENDERCARE PORTAGE	519062	10-21-2014		12-31-2019
TENDERCARE HEALTH CENTER OF LEELANAU	519062	3-1-2011		12-31-2016
TENDERCARE HEALTH AND REHABILITATION CENTER OF TAYLOR	519062	3-1-2011		12-31-2016
TENDERCARE SAGINAW	519062	3-1-2011		12-31-2016
TENDERCARE HEALTH CENTER OF FRANKENMUTH	519062	2-17-2009	11-5-2014	12-31-2019
TENDERCARE MIDLAND, SKILLED NURSING CENTER	519062	2-2-2009	11-5-2014	12-31-2019
OKEMOS HEALTH AND REHABILITATION CENTER	519062	9-26-2008	11-21-2013	12-31-2018
TENDERCARE HEALTH AND REHABILITATION CENTER OF WYOMING	519062	6-1-2007	12-11-2012	12-31-2017
TENDERCARE HEALTH AND REHABILITATION CENTER OF HOLLAND	519062	5-16-2007	12-11-2012	12-31-2017
TENDERCARE WEST	519062	8-22-2006	12-14-2011	12-31-2016
TENDERCARE HEALTH CENTER OF CHEBOYGAN	519062	10-14-2003	11-21-2013	12-31-2018
TENDERCARE OF WESTWOOD	519062	3-14-2001	12-14-2011	12-31-2016
TENDERCARE HEALTH CENTER - MUNISING	519062	12-10-1996	12-14-2011	12-31-2016
TENDERCARE CLARE	519062	9-17-1996	12-14-2011	12-31-2016
ROGERS CITY REHABILITATION HOSPITAL	519062	6-26-1996	12-14-2011	12-31-2016
TENDERCARE GREEN VIEW	519062	1-10-1996	12-14-2011	12-31-2016
TENDERCARE HEALTH CENTER - ROGERS CITY	519062	2-22-1994	11-5-2014	12-31-2019
TENDERCARE MT. PLEASANT	519062	6-25-1991	12-14-2011	12-31-2016

12. Signatures: Complete only Section (a) or (b) if the converting corporation is domestic.
Complete only (c) if the converting corporation is foreign.

Complete if the domestic corporation has not commenced business:

a) The plan of conversion was approved by unanimous consent of the incorporators of the converting domestic corporation and the corporation has not yet commenced business, has not issued any shares or memberships, and has not elected a board of directors in accordance with Section 745(1)(d) of the Act.

Signed this _____ day of _____,

(Signature of Incorporator)

(Signature of Incorporator)

(Type or Print Name)

(Type or Print Name)

(Signature of Incorporator)

(Signature of Incorporator)

(Type or Print Name)

(Type or Print Name)

Complete if the domestic corporation has commenced business:

b) The plan of conversion was adopted by the Board of Directors and approved by the shareholders of the domestic corporation in accordance with Section 745(1)(c) of the Act.

Signed this 28th day of June, 2015

By 
(Signature of Authorized Officer or Agent)

David Keating

(Type or Print Name)

Complete only if the converting corporation is foreign:

c) The plan of conversion was adopted and submitted for approval in the manner required by the law governing the internal affairs of the converting foreign corporation.

Signed this _____ day of _____,

By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received

JUN 29 2015

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

EFFECTIVE DATE:

Name

Catherine Ledyard

Address

One Rodney Square, 920 N. King Street

City

Wilmington

State

DE

ZIP Code

19801

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

E6776V

ARTICLES OF ORGANIZATION

For use by Domestic Limited Liability Companies

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned executes the following Articles:

ARTICLE I

The name of the limited liability company is: Tendercare (Michigan) LLC

ARTICLE II

The purpose or purposes for which the limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

ARTICLE III

The duration of the limited liability company if other than perpetual is: _____

ARTICLE IV

1. The name of the resident agent at the registered office is: CSC-Lawyers Incorporating Service (Company)

2. The street address of the location of the registered office is:

601 Abbot Road,

(Street Address)

East Lansing

(City)

Michigan

48823

(Zip Code)

3. The mailing address of the registered office if different than above:

(P.O. Box or Street Address)

(City)

Michigan

(Zip Code)

ARTICLE V (Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

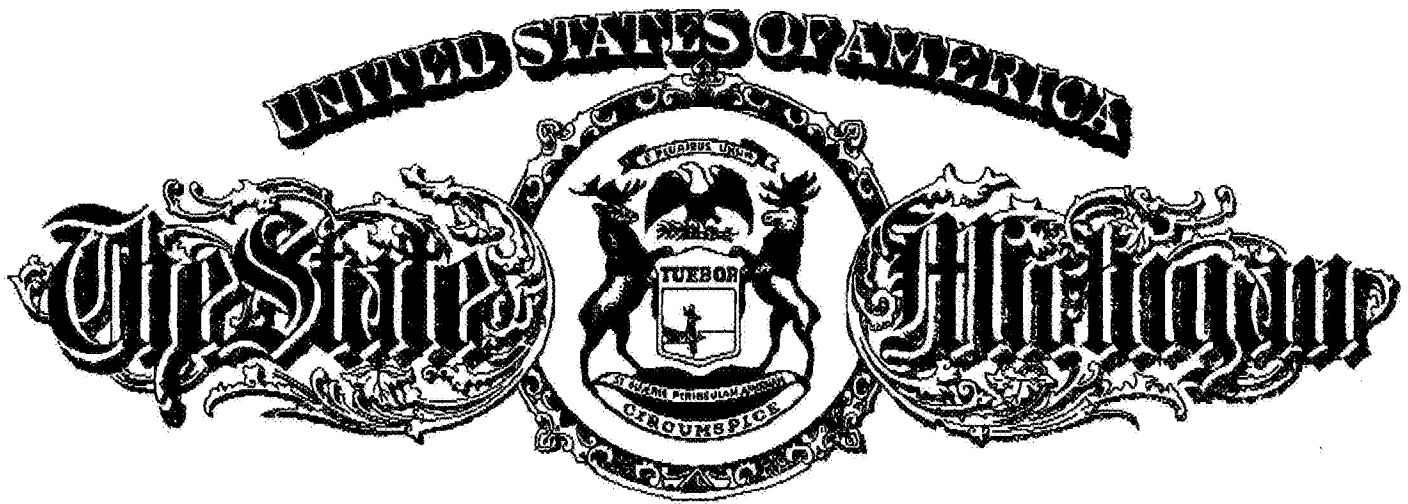
Signed this 26th day of June 2015

By David Keating (Signature(s) of Organizer(s))

David Keating (Type or Print Name(s) of Organizer(s))

TRADEMARK

REEL: 005567 FRAME: 0146



Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify That

TENDERCARE (MICHIGAN) LLC

was validly incorporated on August 3, 1989, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 29th day of June, 2015.

Alan J. Schefke, Director
Corporations, Securities & Commercial Licensing
Bureau

Sent by facsimile transmission