

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM351751

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Herff Jones, Inc.		12/04/2014	CORPORATION: INDIANA
RECEIVING PARTY DATA			
Name:	Herff Jones, LLC		
Street Address:	4501 W. 62nd Street, P.O. Box 68501		
City:	Indianapolis		
State/Country:	INDIANA		
Postal Code:	46268		
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA		
PROPERTY NUMBERS Total: 48			
Property Type	Number	Word Mark	
Registration Number:	3255098	EXTREME SILVER	
Registration Number:	3399738	CRIMSON GOLD	
Registration Number:	3855301	STRAIGHT UP GET HOME SAFELY	
Registration Number:	3655147	BELIEVE IN U	
Registration Number:	1247648	HERFF JONES	
Registration Number:	1222531	HJ	
Registration Number:	1268584	HJ ULT	
Registration Number:	1229592	ASTRALITE	
Registration Number:	1055521	BALE	
Registration Number:	0903047	COLLEGIATE	
Registration Number:	0901233	COLLEGIATE	
Registration Number:	1033810	ULTRIUM	
Registration Number:	1711594	FRESHMAN RECORD	
Registration Number:	3673885	ACADEMICEXPRESS	
Registration Number:	3716062	ACADEMIC E PRESS	
Registration Number:	2417646	CONTESSA	
Registration Number:	2655144	CHURCHWEAR	
Registration Number:	3364926	DAMASCENE	
Registration Number:	1214101	MURPHY ROBES	

CH \$1215.00 3255098

Property Type	Number	Word Mark
Registration Number:	1301830	QWICK-SHIP
Registration Number:	2891441	WHITE GLOVE PKG
Registration Number:	2400755	YOUR SUCCESS DESERVES THE BEST
Registration Number:	2425319	WHERE ACHIEVEMENT IS RECOGNIZED
Registration Number:	2674961	FRAMING SUCCESS
Registration Number:	2677964	FRAMING SUCCESS
Registration Number:	2700106	FIRST & FINEST IN ACHIEVEMENT FRAMING
Registration Number:	3187282	YOUR PARTNER IN SUCCESS
Registration Number:	3728341	WE SPEAK YEARBOOK
Registration Number:	3728342	WE SPEAK YEARBOOK
Registration Number:	3769190	EXTREME AURISTA
Registration Number:	4350425	CREATING A CLIMATE OF ACHIEVEMENT
Registration Number:	4060746	THE EXTREME COLLECTION
Registration Number:	4488888	STITCH
Registration Number:	4603432	DIPLOMA EZ PRINT
Registration Number:	4669883	BELIEVE IN YOU
Registration Number:	4689962	HJ
Registration Number:	1837393	HERFF JONES
Registration Number:	1836766	HJ
Registration Number:	1837362	HJ
Registration Number:	1839684	HERFF JONES
Registration Number:	1837133	HJ
Registration Number:	1837227	HERFF JONES
Registration Number:	1837089	HJ
Registration Number:	2467293	NEW STUDENT RECORD
Registration Number:	2732157	THE RECORD PROGRAMS
Registration Number:	2524984	COLLEGIATE APPAREL
Registration Number:	1407634	BPA
Registration Number:	2456822	OUR YEAR

CORRESPONDENCE DATA

Fax Number: 3172317433

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: 317-236-1313

Email: dwong@btlaw.com

Correspondent Name: David A. W. Wong

Address Line 1: 11 S. Meridian St.

Address Line 4: Indianapolis, INDIANA 46204-3535

ATTORNEY DOCKET NUMBER:	2799-500
NAME OF SUBMITTER:	David A. W. Wong
SIGNATURE:	/dwong/
DATE SIGNED:	08/18/2015
Total Attachments: 6 source=HJLLC Conversion Document#page1.tif source=HJLLC Conversion Document#page2.tif source=HJLLC Conversion Document#page3.tif source=HJLLC Conversion Document#page4.tif source=HJLLC Conversion Document#page5.tif source=HJLLC Conversion Document#page6.tif	

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF CONVERSION

of

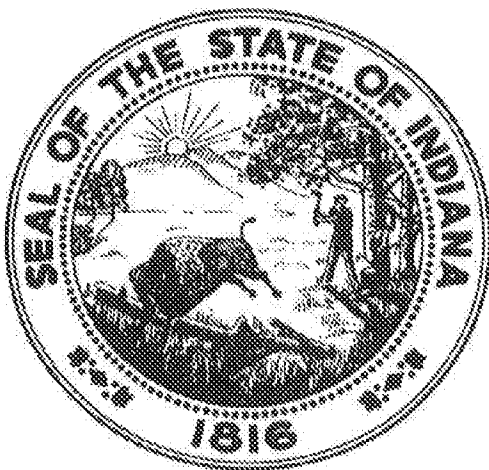
HERFF JONES, INC.

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Conversion of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

HERFF JONES, LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, December 04, 2014.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 4, 2014.

Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

198504-823 / 2014120586314

APPROVED
AND
FILED
Cornia Hammon
IND. SECRETARY OF STATE

ARTICLES OF ENTITY CONVERSION OF

HERFF JONES, INC.,
AN INDIANA CORPORATION,

INTO

HERFF JONES, LLC,
AN INDIANA LIMITED LIABILITY COMPANY

RECEIVED
14 DEC -14 PM 4:35

The undersigned, acting as a duly authorized officer of HERFF JONES, INC., an Indiana corporation (the "**Corporation**"), in compliance with the Indiana Business Corporation Law, as amended (the "**IBCL**"), and the Indiana Business Flexibility Act, as amended ("**IBFA**"), and desiring to effect a conversion of the Corporation into an Indiana limited liability company (the "**Conversion**"), hereby sets forth the following Articles of Entity Conversion (these "**Articles**") effective as of the filing of these Articles of Conversion on December 4, 2014 (the "**Effective Time**");

Article 1. CONVERTING CORPORATION

Section 1.1 **Name.** The name of the corporation being converted is "Herff Jones, Inc."

Section 1.2 **Jurisdiction.** The Corporation is an Indiana for-profit corporation existing pursuant to the provisions of the IBCL.

Article 2. SURVIVING COMPANY

Section 2.1 **Name.** The name of the limited liability company following the Conversion is "Herff Jones, LLC" (the "**Surviving Company**").

Section 2.2 **Jurisdiction.** The Surviving Company is an Indiana limited liability company existing pursuant to the provisions of the IBFA.

Article 3. PLAN OF CONVERSION

The Plan of Entity Conversion to effect the Conversion, containing such information as required by Section 23-1-38.5-11 of the IBCL, was properly adopted and approved as described in Article 4 below (the "**Plan of Conversion**").

Article 4. MANNER OF ADOPTION AND VOTE

Section 4.1 **Approval by Board of Directors and Sole Shareholder.** The Plan of Conversion was unanimously approved by the Corporation's board of directors and recommended to the Corporation's sole shareholder at a duly called meeting held on December 4, 2014. The Corporation's sole shareholder, following the recommendation by the Corporation's board of directors, approved the Plan of Conversion pursuant to a signed written consent effective as of December 4, 2014.

Section 4.2 **Compliance with Legal Requirements.** The manner of the adoption of the Plan of Conversion, and the vote by which it was adopted and approved, constitute full legal compliance with the provisions of the IBCL, the IBFA, the Corporation's Articles of Incorporation, as amended, and the Corporation's Code of By-Laws, as amended.

Article 5. ARTICLES OF ORGANIZATION

As required by Section 23-1-38.5-13(a)(4) of the IBCL, the Articles of Organization of the Surviving Company are attached hereto as EXHIBIT A.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned authorized officer of the Corporation executes these Articles of Entity Conversion and verifies that the statements contained herein are true as of the Effective Time.

HERFF JONES, INC.

By: 

Print: Jeffrey Webb

Title: Chief Executive Officer

SIGNATURE PAGE
TO

ARTICLES OF ENTITY CONVERSION -- HERFF JONES, INC.

Exhibit A
Articles of Organization

(See attached)

INDS01 1479297v4

EXHIBIT A

**ARTICLES OF ORGANIZATION
OF
HERFF JONES, LLC**

Effective as of December 4, 2014, the undersigned, desiring to form a limited liability company pursuant to Section 23-18-1-1 *et seq.* of the Indiana Business Flexibility Act, as amended (the "Act"), hereby executes these Articles of Organization:

Article 1. NAME. The name of the limited liability company is "Herff Jones, LLC" (the "Company").

Article 2. PRINCIPAL OFFICE. The street address of the Company's principal office is 4501 W 62nd St, Indianapolis, IN 46468.

Article 3. REGISTERED OFFICE AND AGENT. The registered agent of the Company shall be Corporation Service Company, whose address shall be 251 E Ohio St Ste 500, Indianapolis, Indiana 46204. The undersigned represents that the registered agent named above has consented to the appointment of registered agent.

Article 4. DURATION. The duration of the Company is perpetual until dissolved in accordance with the Act.

Article 5. OPERATING AGREEMENT. Any operating agreement of the Company must be in writing.

Article 6. MANAGEMENT. The Company shall be managed by its managers in accordance with the Act.

Article 7. PURPOSE. The Company shall engage in such lawful and permitted business activities as may from time to time be authorized by the members of the Company in accordance with the Act.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization effective as of the date first set forth above.


Jeffrey Webb, Organizer

INDS61 1479306v1