

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM362153

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Marco, Inc.		10/30/2015	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Marco Technologies, LLC		
Street Address:	4510 Heatherwood Road		
City:	St. Cloud		
State/Country:	MINNESOTA		
Postal Code:	54911		
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3387506	MARCO	
Registration Number:	4031502	MARCO	
Registration Number:	3509493	NETSTABILITY	
CORRESPONDENCE DATA			
Fax Number:	6123713207		
<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:	612-371-3501		
Email:	tmg@lindquist.com		
Correspondent Name:	Marilyn Hargens		
Address Line 1:	80 South Eighth Street		
Address Line 2:	Suite 4200		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	450352.0039		
NAME OF SUBMITTER:	Marilyn Hargens		
SIGNATURE:	/Marilyn Hargens/		
DATE SIGNED:	11/12/2015		
Total Attachments: 11			
source=Marco Technologies#page1.tif			
source=Marco Technologies#page2.tif			

CH \$90.00 3387506

source=Marco Technologies#page3.tif
source=Marco Technologies#page4.tif
source=Marco Technologies#page5.tif
source=Marco Technologies#page6.tif
source=Marco Technologies#page7.tif
source=Marco Technologies#page8.tif
source=Marco Technologies#page9.tif
source=Marco Technologies#page10.tif
source=Marco Technologies#page11.tif

Office of the Minnesota Secretary of State Certificate of Conversion

I, Steve Simon, Secretary of State of Minnesota, certify that: the documentation required to effectuate a conversion by the entity listed below from the law under which the entity was previously governed to the law under which it is governed after the issuance of this certificate, on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Name of Converting Entity:

Minnesota: Marco, Inc.

After Conversion, Entity is governed by Minnesota statutes, Chapter:
322C

Home Jurisdiction and Name of Entity after the Effective Date of Conversion:

Minnesota: Marco Technologies, LLC

This Certificate has been issued on: 10/30/2015



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State Certificate of Organization

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name: Marco Technologies, LLC

File Number: 851440100066

Minnesota Statutes, Chapter: 322C

This certificate has been issued on: 10/30/2015



A handwritten signature in cursive script that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota



Office of the Minnesota Secretary of State

Articles of Conversion

Minnesota Statutes, Chapter's 302A & 322B



Read the instruction before completing this form.

Filing Fee: \$55 for expedited service in-person, \$35 if submitted by mail

The following type of organization is being converted into another organization and was approved as required by Chapter 302A or Chapter 322B.

1. Check the appropriate box for this conversion filing:

- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Domestic) under Chapter 322C.
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A to a Business Corporation (Foreign).
- Business Corporation (Foreign) converting to a Business Corporation (Domestic) under Chapter 302A.
- Business Corporation (Foreign) converting to a Limited Liability Company (Domestic) under Chapter 322C.

- Limited Liability Company (Domestic) governed under Chapter 322B converting to a Business Corporation (Domestic) under Chapter 302A.
- Limited Liability Company (Domestic) governed under Chapter 322B converting to a Limited Liability Company (Foreign).
- Limited Liability Company (Domestic) governed under Chapter 322B converting to a Business Corporation (Foreign).
- Limited Liability Company (Foreign) converting to a Business Corporation (Domestic) under Chapter 302A.

2. Name of Organization before the Conversion is: (Required)

Marco, Inc.; Minnesota Secretary of State file #2E-1078

3. Home Jurisdiction of Organization before the Conversion is: Minnesota

TRADEMARK

REEL: 005667 FRAME: 0790

Office of the Minnesota Secretary of State

Articles of Conversion

Minnesota Statutes, Chapter's 302A & 322B

4. Name of the Organization after the Conversion shall be: (Required)

Marco Technologies, LLC

5. Home Jurisdiction of Organization after the Conversion shall be: Minnesota

6. The time the Conversion is effective under the governing statute of the Converted Organization is:
upon filing

If the converting organization is a domestic organization, the plan of conversion was approved under Section 302A.684. If the converting organization is a foreign organization, the conversion was approved as required by the governing statute of the converted organization.

7. The Terms and Conditions of the Proposed Conversion are:
see attached

If no Terms and Conditions are listed, the undersigned personally certifies that there are no Terms and Conditions

8. A Converted Organization that is a foreign organization and not authorized to transact business in this state appoints the secretary of state as its agent for service of process for purposes of enforcing a debt, obligation, or other liability under this subdivision. The street address of an office that the secretary of state may use for the purposes of section 302A.691, subdivision 3 or 322B.791, subdivision 3 is:

9. Include a copy of the Articles of Incorporation or Articles of Organization with the Articles and Plan of Conversion. (Required).

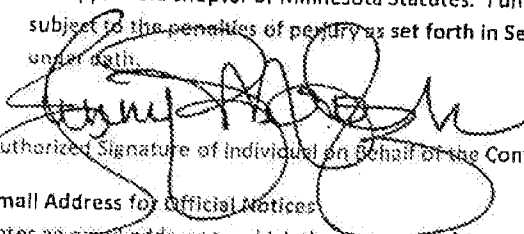
TRADEMARK

REEL: 005667 FRAME: 0791

**Office of the Minnesota Secretary of State
Articles of Conversion**

Minnesota Statutes, Chapter's 302A & 322B

10. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.


Authorized Signature of Individual on Behalf of the Converting Company or Authorized Agent (Required)

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

Jennifer.mrozek@marconet.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List the name and daytime phone number of a person who can be contacted about this form:

Sheila Holman, 612-371-3998

Contact Name and Phone Number

Entities that own, lease or have any financial interest in agricultural land or land capable of being farmed must register with the Minnesota Department of Agriculture's Corporate Farm Program.

ArticlesofConversionRev 9/22/2015

TRADEMARK

REEL: 005667 FRAME: 0792

PLAN OF CONVERSION

THIS PLAN OF CONVERSION (the "Plan") of Marco, Inc., a business corporation organized under the laws of the State of Minnesota (the "Company"), is dated as of the 30th day of October, 2015.

WHEREAS, the Company is organized under the Minnesota Business Corporation Act, Chapter 302A (the "MN Act");

WHEREAS, the Company wishes to convert from a Minnesota business corporation organized under the MN Act to a Minnesota limited liability company, pursuant to Minnesota Revised Uniform Limited Liability Company, Chapter 322C (the "MN LLC Act").

WHEREAS, the Board of Directors and the sole shareholder of the Company have authorized, approved, and adopted this Plan and the transaction contemplated hereby, in the manner required by the MN Act and the MN LLC Act.

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants and agreements of the parties contained herein, the parties hereto agree as follows:

SECTION 1. Before Conversion. The Company name before conversion is Marco, Inc., a business corporation organized under the laws of Minnesota (file number 2E-1078).

SECTION 2. After Conversion. The Company name after conversion is Marco Technologies, LLC, a limited liability company organized under the laws of Minnesota.

SECTION 3. The Conversion. Effective upon filing (the "Effective Time"), the Company shall convert from a Minnesota business corporation organized under the MN Act to a Minnesota limited liability company organized under the MN LLC Act (the "Conversion") in accordance with the applicable provisions of the MN Act and the MN LLC Act, and the converted entity (the "LLC") shall continue to exist as a limited liability company organized under the laws of the State of Minnesota.

SECTION 4. Articles of Conversion; Articles of Organization. Articles of Conversion (MN) (the "Articles of Conversion"), substantially in the form attached hereto as Attachment 1, and the Articles of Organization (the "Articles of Organization"), substantially in the form attached hereto as Attachment 2, shall be executed by the Company, in accordance with the requirements of the MN Act and the MN LLC Act. Each of the officers of the Company shall be authorized, empowered and directed to make or cause to be made changes to the Articles of Conversion or the Articles of Organization as any of the officers of the Company, in their discretion, deem necessary or appropriate. The Articles of Conversion and the Articles of Organization shall be filed with the Secretary of State of the State of Minnesota prior to the Effective Time. The Conversion shall be effective at the Effective Time.

SECTION 5. Effect of Conversion. From and after the Effective Time, without any further action by the Company, the LLC, or their respective governors, managers or members: (i) the LLC shall have all of the rights, privileges, immunities and powers, and shall be subject to

all the duties and liabilities, of a limited liability company organized under the MN LLC Act; (ii) the LLC shall possess all of the rights, privileges, immunities and franchises of a public as well as a private nature, of the Company, and all property, real, personal and mixed, and all debts due on whatever account, including all causes in action, and each and every other interest of or belonging to or due to the Company, shall remain vested in the LLC, without further act or deed, and the title to any property, or any interest therein, vested in the Company, shall not revert or be in any way impaired by reason of the Conversion; and (iii) the Conversion shall have any other effect set forth in the MN Act or the MN LLC Act.

SECTION 6. Organizational Documents. Immediately following the Effective Time, without any further action by the Company, the LLC, or their respective directors, officers, or members, (i) the Articles of Organization filed pursuant to Section 4 of this Plan shall be the Articles of Organization of the LLC, and (ii) the proposed Operating Agreement of the LLC attached hereto as Attachment 3 shall be the Operating Agreement of the LLC. Copies of the Articles of Organization have been provided to the members of the Company.

SECTION 7. Management. Immediately following the Effective Time, without any further action by the Company, the LLC, or their respective directors, officers, or members, the members of the Board of Directors of the Company immediately prior to the Effective Time will be deemed to have resigned, and the LLC will continue as a member-managed limited liability company.


SECTION 8. Officers. Immediately following the Effective Time, without any further action by the Company, the LLC, or their respective directors, officers or members, the initial officers of the LLC shall be the officers of the Company immediately prior to the Effective Time, to serve in accordance with the Articles of Organization.

SECTION 9. Conversion of Membership in the Company. At the Effective Time, without any further action by the Company, the LLC, or their respective directors, officers or members, all shares of stock of the Company issued and outstanding on the books of the Company shall cease to be outstanding and shall be automatically converted into a 100% membership interest of the LLC.

SECTION 10. Termination of Conversion. This Plan of Conversion may be terminated or amended at any time before the Effective Time with the written approval of the Board of Directors and the shareholder of the Company.

In witness whereof, the undersigned has executed this Plan of Conversion as of the first date set forth above.

MARCO, INC.

By: 
Name: JEFF GALL
Title: CEO

[Signature Page to Plan of Conversion (Marco)]

TRADEMARK

REEL: 005667 FRAME: 0795

Attachment 1

Articles of Conversion (Minnesota)

[see attached]

DOCS-#4933816-v1

TRADEMARK
REEL: 005667 FRAME: 0796

**ARTICLES OF ORGANIZATION
OF
MARCO TECHNOLOGIES, LLC**

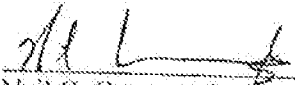
Pursuant to the Minnesota Revised Uniform Limited Liability Company Act, Minn. Stat. 322C.0101, et seq. (the "Act"), the undersigned organizer, hereby adopts the following Articles of Organization:

1. Name. The name of the limited liability company is Marco Technologies, LLC (the "Company").

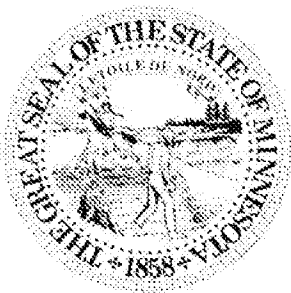
2. Registered Agent and Office. The name and address of the registered agent of the Company for service of process required to be maintained pursuant to Chapter 322C.0201 of the Act is CT Corporation System, Inc. The address of its registered office in the state of Minnesota is 100 S. 5th Street, Suite 1075, Minneapolis, MN 55402.

3. Organizer Name and Address. The name and address of the organizer is Neil C. Cavanaugh, Lindquist and Vennum, LLP, 4200 IDS Center, 80 South Eighth Street, Minneapolis, MN 55402.

IN WITNESS WHEREOF, this Articles of Organization has been duly executed this 30th day of October, 2015.



Neil C. Cavanaugh, Organizer



File Numbers

85144010004

2E-1078

851440100066

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

10/30/2015 11:59:00 PM

Steve Simon

Steve Simon
Secretary of State