

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM364535

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Heatmax, Inc.		07/01/2015	CORPORATION: GEORGIA

RECEIVING PARTY DATA

Name:	Kobayashi Consumer Products, LLC
Street Address:	245 Kraft Drive
City:	Dalton
State/Country:	GEORGIA
Postal Code:	30721
Entity Type:	LIMITED LIABILITY COMPANY: GEORGIA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1583192	HOT HANDS
Registration Number:	2042082	EVERCOOL
Registration Number:	2499292	TOASTI TOES
Registration Number:	2271892	HEATMAX
Registration Number:	2299551	THE FOOT WARM-UP
Registration Number:	2407242	HOT-SCENT
Registration Number:	2805945	
Registration Number:	3147397	HEATMAX
Registration Number:	3833117	REDHOTZ
Registration Number:	3706382	HEAT ZONE

CORRESPONDENCE DATA

Fax Number: 7709510933

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: 770-933-9500

Email: carla.stone@thomashorstemeyer.com

Correspondent Name: Cynthia J. Lee

Address Line 1: 400 INTERSTATE NORTH PARKWAY SE

Address Line 2: Suite 1500

Address Line 4: Atlanta, GEORGIA 30339

TRADEMARK

ATTORNEY DOCKET NUMBER:	361105-9040
NAME OF SUBMITTER:	CYNTHIA J. LEE
SIGNATURE:	/Cynthia J. Lee/
DATE SIGNED:	12/03/2015
Total Attachments: 5 source=02315820#page1.tif source=02315820#page2.tif source=02315820#page3.tif source=02315820#page4.tif source=02315820#page5.tif	

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 June 23, 2015, effective as of July 1, 2015, 12:01 A.M. Eastern Time converting

HEATMAX, INC.
a Domestic For-Profit Corporation

to

KOBAYASHI CONSUMER PRODUCTS, LLC
a Domestic Limited Liability Company

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 June 24, 2015



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

Brian P. Kemp
Secretary of State

Tracking #: XkqggKzD

CERTIFICATE OF CONVERSION

for the conversion of
HEATMAX, INC.
(a Georgia corporation)

into

KOBAYASHI CONSUMER PRODUCTS, LLC
(a Georgia limited liability company)

Pursuant to Section 14-2-1109.1 of the Georgia Business Corporation Code (the "Code") and Section 14-11-212 of the Georgia Limited Liability Company Act (the "Act"), the undersigned party submits this Certificate of Conversion for the purpose of effecting the conversion (the "Conversion") of **Heatmax, Inc.**, a Georgia corporation, into **Kobayashi Consumer Products, LLC**, a Georgia limited liability company.

1. The entity making the election to convert is **Heatmax, Inc.**, a Georgia corporation (the "Converting Entity").

2. The Converting Entity elects to become a Georgia limited liability company and to change its name to **Kobayashi Consumer Products, LLC** (the "Converted Entity").

3. The Conversion shall be effective upon the latter of (i) 12:01 A.M. Eastern Time, July 1, 2015, and (ii) the filing of this Certificate of Conversion with the Secretary of State of the State of Georgia.

4. As required by Section 14-11-212(a) of the Act and by Section 14-2-1109.1 of the Code, all required approvals of the Conversion have been obtained by the Converting Entity.

5. Filed with this Certificate of Conversion are the articles of organization of the Converted Entity (the "Articles"), in the form required by the Act. The Articles shall be the articles of organization of the Converted Entity unless and until modified in accordance with the Act.

6. A written operating agreement has been entered into among the persons who will be members of the Converted Entity pursuant to the election herein. Such operating agreement will be effective immediately upon the effectiveness of such election. Such operating agreement provides for the manner and basis of the conversion of the ownership interests in the Converting Entity into interests as members in the Converted Entity.

*[Remainder of page intentionally left blank.
Signatures appear on following page.]*

IN WITNESS WHEREOF, the undersigned parties have executed this Certificate of Conversion this 22d day of June, 2015.

CONVERTING ENTITY:

HEATMAX, INC.,
a Georgia corporation

By:  _____

Name: Daniel H. Yim

Title: President & CEO

ARTICLES OF ORGANIZATION
OF
KOBAYASHI CONSUMER PRODUCTS, LLC

2015 JUN 23 PM 12:19

DEPARTMENT OF STATE
CORPORATIONS DIVISION

ARTICLE I - NAME

The name of the limited liability company is KOBAYASHI CONSUMER PRODUCTS, LLC (the "Company").

ARTICLE II - PRINCIPAL MAILING ADDRESS

The principal mailing address and principal place of business of the Company is 245 Kraft Drive, Dalton, Georgia 30721.

ARTICLE III - REGISTERED AGENT

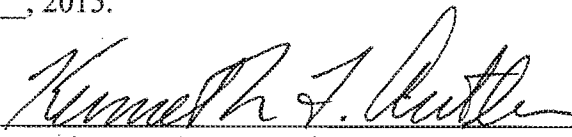
The street address of the Company's initial registered office is 1180 West Peachtree Street, NW, Suite 2100, Fulton County, Georgia 30309, and the name of the Company's registered agent at that office is Kenneth F. Antley.

ARTICLE IV - ORGANIZER

The name and address of the Company's Organizer is:

Kenneth F. Antley
Miller & Martin PLLC
1180 West Peachtree Street NW, Suite 2100
Atlanta, Georgia 30309

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization, this 2nd day of June, 2015.



Kenneth F. Antley, Organizer



Brian P. Kemp
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.georgia.gov/corporations

TRANSMITTAL INFORMATION
GEORGIA LIMITED LIABILITY COMPANY

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: pdaniels@millermartin.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1.	LLC Name Reservation Number (If one has been obtained; if articles are being filed without prior reservation, leave this line blank.)				
	<u>Kobayashi Consumer Products, LLC</u>				
	LLC Name (List exactly as it appears in articles)				
2.	<u>Patti J. Daniels, Paralegal, Miller & Martin PLLC</u>			<u>404-962-6150</u>	
	Name of person filing articles (Certificate will be mailed to this person at address below.)			Telephone Number	
	<u>1180 W. Peachtree St. NW, Ste. 2100</u>				
	Address				
	<u>Atlanta</u>	<u>GA</u>	<u>30309</u>		
	City	State	Zip Code		
3.	<u>245 Kraft Drive</u>				
	Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)				
	<u>Dalton</u>	<u>GA</u>	<u>30721</u>		
	City	State	Zip Code		
4.	<u>Kenneth F. Antley</u>				
	Name of LLC's Registered Agent in Georgia				
	<u>1180 W. Peachtree St. NW, Ste. 2100</u>				
	Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)				
	<u>Atlanta</u>	<u>Fulton</u>	<u>GA</u>	<u>30309</u>	
	City	County	State	Zip Code	
5.	Name and Address of Each Organizer (Attach additional sheets if necessary.)				
	<u>Kenneth F. Antley</u>	<u>1180 W. Peachtree St NW, Ste. 2100, Atlanta</u>		<u>GA</u>	<u>30309</u>
	Organizer	Address		State	Zip Code
	Organizer	Address		State	Zip Code
6.	Mail the following items to the Secretary of State at the above address:				
	1) This transmittal form;				
	2) The Articles of Organization; and				
	3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable				
	Authorized Signature: <u><i>Kenneth F. Antley</i></u>			Date: <u>June 23, 2015</u>	
	Print Name: <u>Kenneth F. Antley</u>				
	Signer's Capacity: (Choose one) <input type="checkbox"/> Member <input type="checkbox"/> Manager <input checked="" type="checkbox"/> Organizer <input type="checkbox"/> Attorney-in-fact				

Request certificates and obtain entity information via the internet: sos.georgia.gov/corporations