

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM392393

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Moeller Mfg. Company, Inc.		06/27/2016	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	Moeller Mfg. Company, LLC		
Street Address:	30100 Beck Road		
City:	Wixom		
State/Country:	MICHIGAN		
Postal Code:	48393		
Entity Type:	Corporation: MICHIGAN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3697532	CLICK-LOC	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<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:	3128622000		
Email:	rob.soneson@kirkland.com		
Correspondent Name:	Rob Soneson		
Address Line 1:	300 N LaSalle		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	18798-7-RFS		
NAME OF SUBMITTER:	Rob Soneson		
SIGNATURE:	/rsoneson/		
DATE SIGNED:	07/22/2016		
Total Attachments: 6			
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Michigan Department of Licensing and Regulatory Affairs

Filing Endorsement

This is to Certify that the

CERTIFICATE OF CONVERSION AND ARTICLES OF ORGANIZATION

for

**MOELLER MFG. COMPANY, INC.
ID Number: 065449**

TO

**MOELLER MFG. COMPANY, LLC
ID Number: E8694J**

received by facsimile transmission on June 24, 2016, is hereby endorsed filed on

June 27, 2016, by the Administrator.

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



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 27th day of June, 2016.

*Julia Dale, Director
Corporations, Securities & Commercial Licensing Bureau*

CSCL/CD-564 (Rev. 08/15)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU	
Date Received	(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.
Name Dawn Short, Honigman Miller Schwartz and Cohn LLP	EFFECTIVE DATE:
Address 660 Woodward Ave., 2290 First National Building	
City State ZIP Code Detroit, MI 48226	

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: Moeller Mfg. Company, Inc.		Entity ID: 065449
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: Moeller Mfg. Company, 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

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
Street Address: 30100 Beck Rd., Wixom, MI 48393
Principal Place of Business: 30100 Beck Rd., Wixom, MI 48393

4. Complete only if converting a profit corporation.

Designation and number of outstanding shares in each class and series <u>2,500 class A common and 22,500 Class B common</u>
Indicate class and series of shares entitled to vote <u>Class A Common shares</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: <u>n/a</u>

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.

All outstanding shares of the corporation will be canceled and converted into 100% of the membership interest of the converted limited liability company.

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

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	Expiration Date

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 24th day of June, 2016.

By David Moellering
(Signature of Authorized Officer or Agent)

David Moellering
(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)

BCS/CD-700 (Rev. 04/11)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS BUREAU OF COMMERCIAL SERVICES											
Date Received	(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.										
<table border="1" style="width: 100%;"> <tr> <td colspan="3">Name Dawn Short, Honigman Miller Schwartz and Cohn LLP</td> </tr> <tr> <td colspan="3">Address 2290 First National Bldg., 660 Woodward Ave.</td> </tr> <tr> <td>City Detroit</td> <td>State MI</td> <td>ZIP Code 48226</td> </tr> </table>			Name Dawn Short, Honigman Miller Schwartz and Cohn LLP			Address 2290 First National Bldg., 660 Woodward Ave.			City Detroit	State MI	ZIP Code 48226
Name Dawn Short, Honigman Miller Schwartz and Cohn LLP											
Address 2290 First National Bldg., 660 Woodward Ave.											
City Detroit	State MI	ZIP Code 48226									
		EFFECTIVE DATE:									

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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: Moeller Mfg. Company, 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

- The name of the resident agent at the registered office is: David Moellering
- The street address of the location of the registered office is:

<u>30100 Beck Rd.</u>	<u>Wixom</u>	<u>Michigan</u>	<u>48393</u>
(Street Address)	(City)		(Zip Code)
- The mailing address of the registered office if different than above:

_____	_____	_____	_____
(P.O. Box or Street Address)	(City)		(Zip Code)

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

This limited liability company will be managed by one or more managers.

Signed this 24th day of June 2016

By Dawn Short
(Signature(s) of Organizer(s))

Dawn Short
(Type or Print Name(s) of Organizer(s))