Form **PTO-1594** (Rev. 12-11)

OPA 9MB Collection 0651-0027 (exp. 04/30/2015)

## 07/20/2016



EPARTMENT OF COMMERCE es Patent and Trademark Office

**RECORDA**1 TDAD

103675593

To the Director of the U. S. Patent and Trademark Office: Ple	ase record the attached documents or the new address(es) below					
	ase record the attached documents of the new address(es) below.					
Name of conveying party(ies):	2. Name and address of receiving party(ies)  Additional names, addresses, or citizenship attached?  Yes  No					
om Graddy Enterprises, Inc.	Name: Tom Graddy Enterprises, LLC					
☐ Individual(s) ☐ Association	Street Address: 700 Ruskin Drive					
☐ Partnership ☐ Limited Partnership  Corporation- State: Georgia	City: Forest Park					
Other	State: Georgia					
Citizenship (see guidelines)	Country: USA Zip: 30297-1061					
Additional names of conveying parties attached? Yes X	Individual(s) Citizenship  Association Citizenship					
3. Nature of conveyance/Execution Date(s) :	Association Citizenship					
Execution Date(s) June 29, 2016	Limited Partnership Citizenship					
	Corporation Citizenship					
☐ Assignment ☐ Merger	Other LLC Citizenship Georgia					
Security Agreement Change of Name  Other Conversion to LLC (See attached)	If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment)					
4. Application number(s) or registration number(s) and Trademark Application No. (s) Text	nd identification or description of the Trademark.  B. Trademark Registration No.(s)					
A. Trademark Application No.(s)	3474543					
N/A	Additional sheet(s) attached? Yes X No					
C. Identification or Description of Trademark(s) (and Filin	g Date if Application or Registration Number is unknown):					
anguard Truck Centers	in the second se					
5. Name & address of party to whom correspondence concerning document should be mailed:  Name: Savanna G. Baxter	6. Total number of applications and registrations involved:					
nternal Address:	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$\frac{40.00}{}\$					
Street Address: 120 East Fourth Street	Authorized to be charged to deposit account  Enclosed					
City: Little Rock	8. Payment Information:					
State: Arkansas Zip: 72201-2893	87/29/2016 KNGUYENI 00000010 3474543					
Phone Number: (501) 377-0412	01 FC:8521 Deposit Account Number N/A 40.00 0					
Phone Number. (001) 017 0172						
Docket Number:	Authorized User Name N/A					

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Savanna G. Baxter

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

Control Number: K427375

## 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 articles of conversion have been filed on 6/29/2016
converting
TOM GRADDY ENTERPRISES, INC.
a <sup>2</sup> Domestic, Profit Corporation
to to
H. O. C.
TOM GRADDY ENTERPRISES, LLC
a Domestic Limited Liability Company
HERO GISTYLESTICS TOOM OF IN
The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.
HOUSE AND INCOME SEPTE
WITNESS my hand and official seal in the City of
Atlanta-and-the State of Georgia on 06/29/2016



Brian P. Kemp Secretary of State

**TRADEMARK REEL: 005840 FRAME: 0674** 

#### CERTIFICATE OF CONVERSION OF TOM GRADDY ENTERPRISES, INC.

I.

The name of the converting entity is Tom Graddy Enterprises, Inc. (the "Converting Entity") and the jurisdiction of organization of the Converting Entity is Georgia.

II.

The Converting Entity hereby elects to become a limited liability company (such limited liability company, hereinafter, the "Converted Entity") pursuant to Section 14-11-212 of the Georgia Limited Liability Company Act, as amended (the "Act").

III.

The election to become a limited liability company has been adopted by the Board of Directors of the Converting Entity and approved by its Shareholders per Section 14-2-1109.1 of the Act.

IV.

Simultaneously herewith, Articles of Organization in the form required by Section 14-11-204 of the Act have been filed with the Secretary of State of the State of Georgia and the name of the Converted Entity set forth therein is "TOM GRADDY ENTERPRISES, LLC." Such Articles of Organization shall be the Articles of Organization of the Converted Entity formed pursuant to the election described in Article II hereof unless and until modified in accordance with the Act.

٧.

Upon the effectiveness of the filing of this Certificate of Conversion, by virtue of the conversion described in Article II hereof and without any further action on the part of the sole shareholder of the Converting Entity, each of the issued and outstanding shares of capital stock of the Converting Entity shall be canceled and shall cease to exist and the sole shareholder of the Converting Entity shall receive 100 units of membership interests of the Converted Entity in exchange for all of the shares of capital stock held by such shareholder in the Converting Entity.

AN WITNESS WHEREOF, the undersigned, being an Officer of the Converting Entity, has executed this Certificate of Conversion as of June 25, 2016.

Name: Thomas E. Bwing

Title: President & CEO

SGR/14246091.1

TRADEMARK REEL: 005840 FRAME: 0675



## OFFICE OF SECRETARY OF STATE CORPORATIONS DIVISION

2 Martin Luther King Jr. Dr. ŠE Suite 313 West Tower Atlanta, Georgia 30334 (404) 656-2817 sos.ga.gov

## TRANSMITTAL INFORMATION FORM GEORGIA LIMITED LIABILITY COMPANY

1M	PORTANT: Plea	se provide th	e entity's prim	ary email addres	ss when comp	leting this form.	
Primary Emall Address:	mblanchard@s	grlaw.com					

	NOTICE TO APPL	ICANT: PRINT PLAINLY OR	TYPE REMAINDER OF THIS	FORM						
1.	LLC Name Reservation Number (if one has been obtained; if articles are being filled without prior reservation, leave this line blank.)  Tom Graddy Enterprises, LLC  LLC Name (List exactly as it appears in articles.)									
2.	Mitchel E. Blanchard Name of Person Filing Articles of Organization	Codificationall be amplied to the	omen at address fished below							
	1230 Peachtree Street, N.E., Suite 3	•	GA	30309-35 <b>9</b> 2						
	Address	City		State Zip Code						
	mblanchard@sgrlaw.com									
	Filer's Email Address			Telephone Number						
3.	700 Ruskin Drive									
	Principal Office Mailing Address of LLC (Unlik	e registered office address, this ma	y be a post office box.)							
	Forest Park		GA	30297-1061						
	City		2/8/6	41	p Code					
4.	Mitchel E. Blanchard									
	Name of Registered Agent in Georgia 1230 Peachtree Street, N.E., Suite 3	400								
	Registered Office Street Address in Georgia (f		eptable for registered office addre	:ss:)						
	Atlanta	Fulton	GA	30309-359	2					
	City	County	Şiale	Zip Code						
	mblanchard@sgrlaw.com	<u> </u>								
	Registered Agent's Email Address		·							
5.	Name and Address of Each Organizer (Attech	additional sheets if necessary.)								
	Mitchel E. Blanchard	· 1230 Peachtree Street,		GA	30309-3592					
	Organizer	Address	City	State	Zip Code					
	Organizer	Address	City	State	Zip Code					
6,	<ol> <li>This transmittal form;</li> <li>The Articles of Organization; and</li> <li>Filing fee of \$100.00 psyable to Secretary of State. Filing fees are non-refundable.</li> </ol>									
/	I understand that the information on this for information is true and correct to the best of	m will be entered in the Secreta f my knowledge.	ry of State business entity data 6/28/2016	ibase, and I certif	y that the above					
ر <del>بر</del>					<u></u>					
	gnature of Authorized Person	Date								
	itchel E. Blanchard		Organizer	· · · · · · · · · · · · · · · · · · ·						
Pr	int name		Title							

FORM 231 (Rev. 02016)

### ARTICLES OF ORGANIZATION OF TOM GRADDY ENTERPRISES, LLC

#### ARTICLE I

The name of the limited liability company is: Tom Graddy Enterprises, LLC (the "Company"). It is organized under the Georgia Limited Liability Company Act, O.G.C.A. 14-11-100 et seq.

#### **ARTICLE II**

The address of the Company's registered office is 1230 Peachtree Street, NE, Suite 3100, Atlanta, Georgia 30309. The name of its registered agent at such address is Mitchel E. Blanchard.

#### ARTICLE III

The mailing address of the Company's principal place of business is 700 Ruskin Drive, Forest Park, GA 30297-1061.

#### **ARTICLE IV**

The name and address of the organizer of the Company is as follows:

Mitchel E. Blanchard Smith, Gambrell & Russell, LLP 1230 Peachtree Street, NE, Suite 3100 Atlanta, Georgia 30309

#### ARTICLE V.

The management of the Company shall be vested in one or more Managers.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of this 25 day of June, 2016.

SECRETARY OF STATE CORPORATIONS DIVISION

ZILE JUN 29 AMII: 24

Mitchel E. Blanchard, Organizer

SGR/14246114.1

TRADEMARK
REEL: 005840 FRAME: 0677

**RECORDED: 07/15/2016**