

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM395273

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Stone Wolf Vineyards, Inc.		12/21/2015	Corporation: OREGON
RECEIVING PARTY DATA			
Name:	Stone Wolf Vineyards LLC		
Street Address:	2155 NE Lafayette Avenue		
City:	MCMINNVILLE		
State/Country:	OREGON		
Postal Code:	97128		
Entity Type:	Limited Liability Company: OREGON		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2409319	STONE WOLF VINEYARDS	
Registration Number:	2292867	STONE WOLF VINEYARDS	
Registration Number:	4014184	THE GREAT OREGON WINE COMPANY	
Registration Number:	4165994	ROSE CITY	
CORRESPONDENCE DATA			
Fax Number:	2156474884		
<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:	2158538255		
Email:	ccusick@cusickip.com		
Correspondent Name:	Clinton J. Cusick		
Address Line 1:	623 N. Broad St.		
Address Line 4:	Lansdale, PENNSYLVANIA 19446		
NAME OF SUBMITTER:	Clinton J. Cusick		
SIGNATURE:	/43573/		
DATE SIGNED:	08/16/2016		
Total Attachments: 4			
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OP \$115.00 2409319



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Articles of Conversion - Business Entities REG \$105.00
0010
#105.00

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - http://www.FilingInOregon.com - Phone: (503) 725-2200

FILED

DEC 22 2015

**OREGON
SECRETARY OF STATE**

For office use only


REGISTRY NUMBER: 673829-87

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

Please Type or Print Legibly in Black Ink.

- 1) NAME OF BUSINESS ENTITY PRIOR TO CONVERSION:
Stone Wolf Vineyards, Inc.
- 2) TYPE OF BUSINESS ENTITY PRIOR TO CONVERSION:
Corporation
- 3) NAME OF BUSINESS ENTITY AFTER CONVERSION:
Stone Wolf Vineyards LLC
- 4) TYPE OF BUSINESS ENTITY AFTER CONVERSION:
Limited liability company
- 5) WILL THE CONVERTED ENTITY HAVE CONTINUED EXISTENCE IN OREGON? YES NO
- 6) IF NO, WHERE WILL THE JURISDICTION BE? _____
- 7) A COPY OF THE PLAN OF CONVERSION IS ATTACHED.
- 8) PROVIDE ADDITIONAL INFORMATION REQUIRED FOR NEW ENTITY TYPE

9) EXECUTION: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)
By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature: 	Printed Name: <u>Ari Walker</u>	Title: <u>President</u>
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CONTACT NAME: (To resolve questions with this filing.)

Lyle A. Wallace

PHONE NUMBER: (Include area code.)

303-764-4012

219 - Articles of Conversion - Business Entities (01/12)

FEES

STONE WOLF VINEYARDS LLC



67382987-16631909

CNV

TRADEMARK

REEL: 005856 FRAME: 0617

**PLAN OF CONVERSION
OF
STONE WOLF VINEYARDS, INC.**

THIS PLAN OF CONVERSION (this "**Plan**"), dated this 21st day of December, 2015, pursuant to the Oregon Business Corporation Act and the Oregon Limited Liability Company Act is hereby adopted, approved and ratified by Stone Wolf Vineyards, Inc., an Oregon corporation (the "**Company**"), for the purpose of converting from a corporation to a limited liability company in the State of Oregon.

RECITALS

- A.** The sole shareholder of the Company (the "**Shareholder**") has determined that it is advisable and in the best interest of the Company to enter into this Plan for purposes of converting from a corporation to a limited liability company in the State of Oregon.
- B.** Such change shall be accomplished pursuant to a conversion under Oregon Revised Statutes § 60.472 and Oregon Revised Statutes § 63.470 (the "**Conversion**").
- C.** The Shareholder has approved, ratified and adopted this Plan.

AGREEMENT

1. Conversion Under State Law. To effectuate the Conversion, the Company shall convert to Stone Wolf Vineyards LLC, an Oregon limited liability company (the "**Converted Entity**"), pursuant to Oregon Revised Statutes § 60.472 and Oregon Revised Statutes § 63.470 by filing a Articles of Conversion, in substantially the form attached hereto as Exhibit A (the "**Articles of Conversion**"), and Articles of Organization with the Oregon Secretary of State. The Conversion shall be effective at 11:59 p.m. on December 21, 2015 (the "**Effective Time**"). Thereafter, the Converted Entity shall be a limited liability company governed by the laws of the State of Oregon.

2. Continuation. The Converted Entity shall be treated as an absolute continuation of the Company pursuant to the Conversion, and the Conversion shall in no event be deemed a transfer of assets, a winding up of affairs, or a dissolution of the Company.

3. Conversion of Shares. Upon the Effective Time, by virtue of the Conversion and without any further action on the part of the Shareholder or the Company, all of the shares of the Company shall be converted into one hundred percent of the limited liability company interests in the Converted Entity and distributed to the Shareholder as limited liability company interests in the Converted Entity.

4. Corporate Government. The Converted Entity shall be formed pursuant to the Articles of Organization, in substantially the form attached hereto as Exhibit B. The Articles of Organization shall be filed simultaneously with the filing of the Articles of Conversion. The

affairs of the Converted Entity shall be governed by the Limited Liability Company Agreement, in substantially the form attached hereto as Exhibit C.

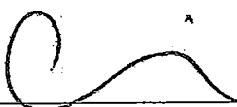
5. Abandonment. The Company may abandon the Conversion prior to the filing of the Articles of Conversion by action of the Shareholder.

* * * * *

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has adopted this Plan of Conversion to be effective as of the Effective Time.

STONE WOLF VINEYARDS, INC.

By: 
Ari Walker, President