

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM400404

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PACE ANALYTICAL SERVICES, INC.		09/30/2016	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	PACE ANALYTICAL SERVICES, LLC		
Street Address:	1800 Elm Street SE		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55414		
Entity Type:	Limited Liability Company: MINNESOTA		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	2760444	LABOPS DIVISION	
Registration Number:	1517650	PACE	
Registration Number:	2370194	PACE ANALYTICAL	
Registration Number:	4672638	PACE ANALYTICAL ENERGY SERVICES	
Registration Number:	3479264	PACE ANALYTICAL LIFE SCIENCES	
Serial Number:	87043805	PACE YOURSELF LEARNING	
Registration Number:	4956937	3RD PARTY TESTED BY PACE ANALYTICAL	
Registration Number:	4433243	P PACELABS EQUIP	
Registration Number:	3299333	PACEPORT	
Registration Number:	1914014	THE RIGHT CHEMISTRY, THE RIGHT SOLUTION	
CORRESPONDENCE DATA			
Fax Number:	2123553333		
<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:	2124597136		
Email:	tbennett@goodwinlaw.com		
Correspondent Name:	Tracey D. Bennett		
Address Line 1:	c/o Goodwin Procter LLP		
Address Line 2:	620 8th Ave		

OP \$265.00 2760444

Address Line 4: New York, NEW YORK 10018

ATTORNEY DOCKET NUMBER:	128995.252882
NAME OF SUBMITTER:	Tracey D. Bennett
SIGNATURE:	/s/Tracey D. Bennett
DATE SIGNED:	09/30/2016

Total Attachments: 12

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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:

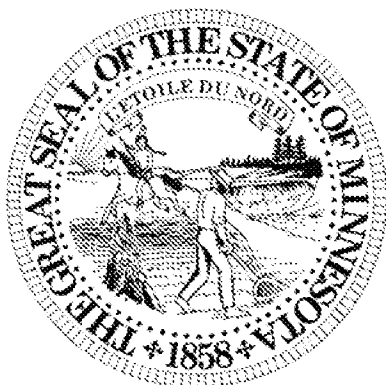
Minnesota: Pace Analytical Services, Inc.

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

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

Minnesota: PACE ANALYTICAL SERVICES, LLC

This Certificate has been issued on: 09/30/2016



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.

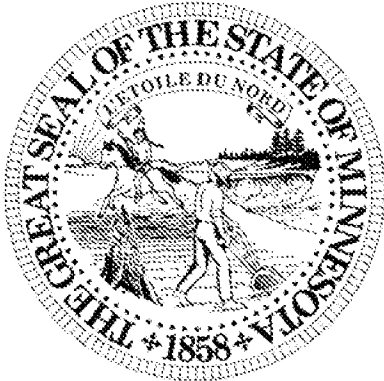
The business entity is now legally registered under the laws of Minnesota.

Name: PACE ANALYTICAL SERVICES, LLC

File Number: 904110900053

Minnesota Statutes, Chapter: 322C

This certificate has been issued on: 09/30/2016



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

Steve Simon
Secretary of State
State of Minnesota



**ARTICLES OF CONVERSION
OF
PACE ANALYTICAL SERVICES, INC.
INTO
PACE ANALYTICAL SERVICES, LLC**

These Articles of Conversion relate to the conversion of Pace Analytical Services, Inc., a Minnesota corporation, into Pace Analytical Services, LLC, a Minnesota limited liability company.

1. The plan of conversion, dated as of September 30, 2016, is attached hereto as Exhibit A.
2. Pace Analytical Services, Inc., a Minnesota corporation, is converting into a Minnesota limited liability company.
3. The converted organization is Pace Analytical Services, LLC, which shall be a limited liability company governed by Chapter 322C of the Minnesota Statutes (the "Converted Organization").
4. The conversion will be effective under Chapter 322C of the Minnesota Statutes when these Articles of Conversion are filed with the Minnesota Secretary of State.
5. The conversion has been approved as required by Chapter 302A of the Minnesota Statutes.
6. The conversion has been approved as required by Chapter 322C of the Minnesota Statutes.
7. The Articles of Organization attached to the plan of conversion and attached hereto as Exhibit B shall be the Articles of Organization for the Converted Organization.

[Signature Page Follows]

DATED: September 30, 2016

PACE ANALYTICAL SERVICES, INC.

By: 
Name: Steve A. Vanderboom
Its: Chief Executive Officer

EXHIBIT A

PLAN OF CONVERSION

This Plan of Conversion is adopted by Pace Analytical Services, Inc., a Minnesota corporation (the "**Company**"), as of September 30, 2016.

WHEREAS, the board of directors of the Company has determined that it is advisable and in the best interests of the Company and its shareholders to convert (the "**Conversion**") the Company from a Minnesota corporation into a Minnesota limited liability company (the "**Converted Organization**").

WHEREAS, in order to effect the Conversion, the board of directors has approved, and the shareholders of the Company have thereafter adopted, this Plan of Conversion.

CONVERSION

1. Conversion. Pursuant to Chapter 302A of the Minnesota Statutes, the Company, a Minnesota corporation governed by Chapter 302A of the Minnesota Statutes, shall be converted into the Converted Organization. The name of the Converted Organization shall be "**Pace Analytical Services, LLC**" and the Converted Organization shall be governed by Chapter 322C of the Minnesota Statutes.

EFFECTIVE TIME

2. Effective Time. The Conversion shall be effective under Chapter 322C of the Minnesota Statutes when the Articles of Conversion are filed with the Minnesota Secretary of State (the "**Effective Time**").

CONVERSION OF CAPITAL STOCK

3. Conversion of Capital Stock. At the Effective Time, each share of common stock of the Company, par value \$.01 per share, shall, by virtue of the conversion and without any action on the part of the holder thereof, be converted into a pro rata share of the ownership interests in the Converted Organization.

ORGANIZATIONAL DOCUMENTS

4. Organizational Documents. The articles of organization attached as Annex I hereto shall be the initial articles of organization of the Converted Organization.

OFFICERS

5. Officers. The officers of the Company holding office immediately before the Effective Time shall be the officers of the Converted Organization immediately after the Effective Time.


ARTICLES OF CONVERSION

6. Articles of Conversion. In accordance with this Plan of Conversion and for the purposes of effecting the Conversion, the Corporate Secretary shall file articles of conversion, which articles shall contain a copy of this Plan of Conversion and the Annex hereto, with the Minnesota Secretary of State.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion effective as of September 30, 2016.

PACE ANALYTICAL SERVICES, INC.

By: 

Name: Steve A. Vanderboom

Its: Chief Executive Officer

Signature Page to Plan of Conversion

TRADEMARK
REEL: 005888 FRAME: 0348

ANNEX I

Initial Articles of Organization

**ARTICLES OF ORGANIZATION
OF
PACE ANALYTICAL SERVICES, LLC**

The undersigned organizer, being a natural person at least eighteen (18) years old, in order to form a limited liability company under Minnesota Statutes Chapter 322C, hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company is PACE ANALYTICAL SERVICES, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Company is 1010 Dale Street North, St. Paul, Minnesota 55117-5603. The Company's agent appointed to accept service of process at that address is National Registered Agents, Inc.

**ARTICLE III
ORGANIZER**

The name and address of the sole organizer is:

James C. Melville
90 South 7th Street, Suite 5500
Minneapolis, MN 55402

IN WITNESS WHEREOF, the organizer has executed these Articles of Organization on this 30th day of September, 2016.

James C. Melville, sole organizer

EXHIBIT B

INITIAL ARTICLES OF ORGANIZATION

**ARTICLES OF ORGANIZATION
OF
PACE ANALYTICAL SERVICES, LLC**

The undersigned organizer, being a natural person at least eighteen (18) years old, in order to form a limited liability company under Minnesota Statutes Chapter 322C, hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company is PACE ANALYTICAL SERVICES, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II
REGISTERED OFFICE AND AGENT**

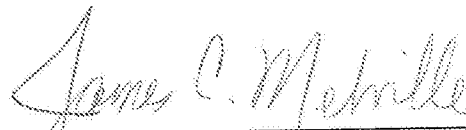
The street address of the registered office of the Company is 1010 Dale Street North, St. Paul, Minnesota 55117-5603. The Company's agent appointed to accept service of process at that address is National Registered Agents, Inc.

**ARTICLE III
ORGANIZER**

The name and address of the sole organizer is:

James C. Melville
90 South 7th Street, Suite 5500
Minneapolis, MN 55402

IN WITNESS WHEREOF, the organizer has executed these Articles of Organization on this 30th day of September, 2016.



James C. Melville, sole organizer



File Numbers

90411090003

904110900053

8W-836

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

9/30/2016 8:10:00 AM

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

Steve Simon
Secretary of State