

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM402163

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Berner International Corporation		08/31/2016	Corporation:
RECEIVING PARTY DATA			
Name:	Berner International LLC		
Street Address:	111 Progress Avenue		
City:	New Castle		
State/Country:	PENNSYLVANIA		
Postal Code:	16101		
Entity Type:	Limited Liability Company: PENNSYLVANIA		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Serial Number:	87133194	BERNER	
Registration Number:	3227623	BERNER	
Registration Number:	2955378	KZONE	
Registration Number:	2952561	EZONE	
Registration Number:	3256769	INTELLI SWITCH	
Registration Number:	2681802	ZEPHYR	
Registration Number:	2684592	MAXAIR	
Registration Number:	2135664	AURA	
Registration Number:	1657311	FLYSTOP	
Registration Number:	1691354	BERNER	
CORRESPONDENCE DATA			
Fax Number:	4123556501		
<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:	(412) 355-7471		
Email:	patricia.foley@klgates.com		
Correspondent Name:	Laurén S. Murray		
Address Line 1:	210 Sixth Avenue		
Address Line 2:	K&L Gates Center		

CH \$265.00 87133194

Address Line 4: Pittsburgh, PENNSYLVANIA 15222-2613

NAME OF SUBMITTER: Lauren S. Murray

SIGNATURE: /L. Murray/

DATE SIGNED: 10/17/2016

Total Attachments: 6

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**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input type="checkbox"/> Return document by mail to: Name _____ Address _____ City _____ State _____ Zip Code _____ <input checked="" type="checkbox"/> Return document by email to: <u>pados@klgates.com</u>	Statement of Conversion DSCB:15-355 (7/1/2015)  355
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Read all instructions prior to completing.

Fee: \$70

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 355 (relating to Statement of conversion), the undersigned association, desiring to effect a conversion, hereby states that:

A. For the converting association:

1. The name of the converting association is: Berner International Corporation

2. The jurisdiction of formation of the converting association is: Pennsylvania

3. The type of association is (check only one):

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | <input type="checkbox"/> Other _____ |

4. Date on which the association was created, incorporated, formed or otherwise came into existence:

09/29/1966
(MM/DD/YYYY)

5. If the converting association is a domestic filing association (a Pennsylvania business corporation, nonprofit corporation, limited partnership, limited liability company, professional association or business trust), the statute under which it was first created, incorporated, formed or otherwise came into existence:

The Business Corporation Law of 1933, as amended
(ex. Business Corporation Law of 1988, Limited Liability Company Law of 1994, etc.)

PA. DEPT. OF STATE
2016 AUG 31 PM 3:23

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REEL: 005901 FRAME: 0201

6. Check and complete one of the following addresses for the converting association.

<input type="checkbox"/>	<p>If the converting association is a domestic filing association, domestic limited liability partnership or registered foreign association, the current registered office address as on file with the Department of State. Complete part (a) OR (b) – not both:</p> <p>(a) <u>111 Progress Avenue</u> <u>New Castle</u> <u>PA</u> <u>16101</u> <u>Lawrence</u> <small>Number and street City State Zip County</small></p> <p>(b) c/o: _____ <small>Name of Commercial Registered Office Provider County</small></p>
<input type="checkbox"/>	<p>If the converting association is a domestic association that is <i>not</i> a domestic filing association or limited liability partnership, the address, including street and number, if any, of its principal office:</p> <p>_____ <small>Number and street City State Zip County</small></p>
<input type="checkbox"/>	<p>If the converting association is a nonregistered foreign association, the address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office:</p> <p>_____ <small>Number and street City State Zip</small></p>

B. For the converted association:

1. The name of the converted association is: Berner International LLC

2. The jurisdiction of formation of the converted association is: Pennsylvania

3. The type of association is (check only one):

- | | | |
|---|--|---|
| <input type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | <input type="checkbox"/> Other _____ |

4. Check and complete one of the following addresses for the converted association.

<input type="checkbox"/>	<p>If the converted association is a domestic filing association, domestic limited liability partnership or registered foreign association, its registered office address. Complete part (a) OR (b) – not both:</p> <p>(a) <u>111 Progress Avenue</u> <u>New Castle</u> <u>PA</u> <u>16101</u> <u>Lawrence</u> <small>Number and street City State Zip County</small></p> <p>(b) c/o: _____ <small>Name of Commercial Registered Office Provider County</small></p>
<input type="checkbox"/>	<p>If the converted association is a domestic association that is not a domestic filing association or limited liability partnership, the address, including street and number, if any, of its principal office:</p> <p>_____ <small>Number and street City State Zip County</small></p>
<input type="checkbox"/>	<p>If the converted association is a nonregistered foreign association, complete both (1) and (2).</p> <p>(1) The address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office address:</p> <p>_____ <small>Number and street City State Zip</small></p> <p>(2) The name and address, including street and number, of its registered agent:</p> <p>_____ <small>Name of Registered Agent</small></p> <p>_____ <small>Number and street City State Zip</small></p>

C. **Effective date of statement of conversion** (check, and if appropriate complete, one of the following):

- This Statement of Conversion shall be effective upon filing in the Department of State.
- This Statement of Conversion shall be effective on: 08/31/2016 at 11:59 PM EST.
Date (MM/DD/YYYY) Hour (if any)

D. **Approval of conversion by converting association** (check only one):

- For converting association that is a domestic entity – The plan of conversion was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter E (relating to conversion).
- For converting association that is a foreign association – The conversion was approved in accordance with the law of the jurisdiction of formation of the converting association.

E. **Attachments** (see Instructions for required and optional attachments).

IN TESTIMONY WHEREOF, the undersigned converting association has caused this Statement of Conversion to be signed by a duly authorized officer thereof this 31 day of August, 2016.

BERNER INTERNATIONAL CORPORATION


Name of Converting Association

Gorgi Berner
Signature

President

Title

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input type="checkbox"/> Return document by mail to: Name _____ Address _____ City _____ State _____ Zip Code _____ <input checked="" type="checkbox"/> Return document by email to: <u>pados@kkgates.com</u>	<p>Certificate of Organization Domestic Limited Liability Company DSCB:15-8913 (rev. 7/2015)</p>  8913
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$125

In compliance with the requirements of 15 Pa.C.S. § 8913 (relating to certificate of organization), the undersigned desiring to organize a limited liability company, hereby certifies that:

1. The name of the limited liability company (*designator is required, i.e., "company", "limited" or "limited liability company" or abbreviation*):

Berner International LLC

2. The (a) address of the limited liability company's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
(*Complete (a) or (b) – not both*)

(a) Number and Street	City	State	Zip	County
<u>111 Progress Avenue</u>	<u>New Castle</u>	<u>PA</u>	<u>16101</u>	<u>Lawrence</u>

(b) Name of Commercial Registered Office Provider _____ County _____

c/o: _____

3. The name and address, including street and number, if any, of each organizer is (*all organizers must sign on page 2*):

Name	Address
<u>Georgia Berner</u>	<u>111 Progress Avenue, New Castle, PA 16101</u>
_____	_____
_____	_____


4. *Strike out if inapplicable term*
~~As evidence of interest in the company is to be evidenced by a certificate of membership interest.~~

5. *Strike out if inapplicable:*
Management of the company is vested in a manager or managers.

6. The specified effective date, if any is: 08/31/2016 at 11:59 PM EST
(MM/DD/YYYY and hour, if any)

7. *Strike out if inapplicable:* ~~The company is a restricted professional company organized to render the following restricted professional service(s):~~

8. For additional provisions of the certificate, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the organizer(s) has (have) signed this Certificate of Organization this
31 day of August, 2016.


Signature

Signature

Signature

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Docketing Statement – New Entity

DSCB:15-134A
(rev. 7/2015)



134A

1. Entity Name:

Berner International LLC

In the case of a foreign association which must use an alternate name to register to do business in Pennsylvania, the alternate name should be given.

2. Tax Responsible Party

Name of individual responsible for initial tax reports: Georgia Berner

Mailing address of individual responsible for initial tax reports:

111 Progress Avenue	New Castle	PA	16101	Lawrence
Number and street	City	State	Zip	County

3. Description of Business Activity:

Designer and manufacturer of commercial, architectural, and industrial air curtains.

TRADEMARK