

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM406953

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Opa Cove, Inc.		01/19/2010	Corporation: OREGON
RECEIVING PARTY DATA			
Name:	Opa Cove, LLC		
Street Address:	845 Willamette St		
City:	Eugene		
State/Country:	OREGON		
Postal Code:	97401		
Entity Type:	Limited Liability Company: OREGON		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4132488		
CORRESPONDENCE DATA			
Fax Number:	8047844427		
<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:	8047844427		
Email:	pgavin@gavinlawoffices.com		
Correspondent Name:	Pamela C. Gavin		
Address Line 1:	2229 Pump Road		
Address Line 4:	Richmond, VIRGINIA 23233		
NAME OF SUBMITTER:	Stephanie Martinez		
SIGNATURE:	/Stephanie Martinez/		
DATE SIGNED:	11/30/2016		
Total Attachments: 3			
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ARTICLES OF CONVERSION
OF
OPA COVE, INC. to OPA COVE, LLC

FILED
JAN 22 2010
OREGON
SECRETARY OF STATE

ARTICLE I

The name of the entity prior to conversion is Opa Cove, Inc., an Oregon corporation, and the name of the converted entity shall be Opa Cove, LLC, an Oregon limited liability company (the "Company").

ARTICLE II

The street address and mailing address of the Company's registered office are 845 Willamette Street, Eugene, OR 97401; and the name of the Company's registered agent at that address is Richard Barbis.

ARTICLE III

The Company is a manager-managed limited liability company and will be managed by executives appointed by the board of directors.

ARTICLE IV

The duration of the Company will be perpetual unless earlier terminated pursuant to its Operating Agreement.

DATED: January 19, 2010.

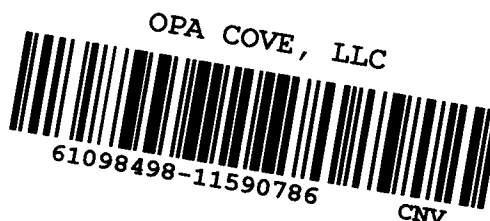
/s/



Richard Barbis
President

Person to contact about this filing:

Greg Salyards
Ron J. Miller Law, LLC
503-421-7516



TRADEMARK
REEL: 005929 FRAME: 0946

**PLAN OF CONVERSION
OPA COVE, INC
OPA COVE, LLC**

This Plan of Conversion (this "Plan of Conversion"), dated January 19, 2010, is intended to convert Opa Cove, Inc., an Oregon corporation, into an Oregon limited liability company.

SECTION 1. ENTITY BEFORE CONVERSION

The name of the entity before conversion is Opa Cove, Inc. The type of the entity before conversion is an Oregon corporation.

SECTION 2. ENTITY AFTER CONVERSION

The name of the entity after conversion is Opa Cove, LLC. The type of the entity after conversion is an Oregon limited liability company.

SECTION 3. EFFECTIVE [DATE / TIME]

The Articles of Conversion and any other documents necessary to be filed to complete the conversion will be filed with the Oregon Secretary of State and the conversion will be effective on the date of the filing of the Articles of Conversion (the "Effective Date").

SECTION 4. TERMS AND CONDITIONS OF CONVERSION

On the Effective Date, Opa Cove, Inc. will convert from an Oregon corporation into an Oregon limited liability company (the "Conversion"), and the name of the converted entity will be Opa Cove LLC.

SECTION 5. EFFECT OF CONVERSION

On the Effective Date:

- (a) The business entity continues its existence despite the Conversion;
- (b) Title to all real estate and other property owned by Opa Cove, Inc. is vested in Opa Cove, LLC by virtue of the Conversion without reversion or impairment;
- (c) All obligations of Opa Cove, Inc., including, without limitation, contractual, tort, statutory, and administrative obligations, are obligations of Opa Cove, LLC; and
- (d) Any action or proceeding pending against Opa Cove, Inc. or its owners may be continued as if the Conversion had not occurred, or Opa Cove, LLC may be substituted as a party to the action or proceeding.

SECTION 6. CAPITALIZATION OF *Opa Cove*, INC.

The current authorized capital of Opa Cove, Inc. consists of 10,000 shares of common stock without par value, of which 2180 shares are issued, outstanding, and fully paid ("Opa Cove, Inc. Common Stock"). There are no outstanding options, warrants, or other rights to purchase or receive securities of Opa Cove, Inc.

SECTION 7. MANNER AND BASIS OF CONVERTING OWNERSHIP

7.1 Conversion of Shares. On the Effective Date, by virtue of the Conversion and without any action on the part of any party or any shareholder, each shareholder shall have their

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Opa Cove, Inc. Common Stock, which is outstanding immediately before the Conversion, converted into Opa Cove, LLC units.

Each shareholder and the number of units received are as follows:

Shareholder	Units
Richard A. Barbis	1,020
Glenn Keiper, Jr.	1,000
Ralph Peterson & Laurie Leece	140
Glenn Keiper, Sr.	140

SECTION 8. DISSENTERS' RIGHTS

Shareholders of Opa Cove, Inc. have the right to elect to dissent from this Plan of Conversion and to receive the fair value for their shares (the "Dissenting Shares") as provided by certain provisions of the Oregon Business Corporation Act attached as Exhibit A (the "Appraisal Laws"). Notwithstanding any other provision of this Plan of Conversion, any Dissenting Shares will, after the Effective Date, be entitled to only such rights as are afforded in respect of Dissenting Shares pursuant to the Appraisal Laws and any Shareholder Agreement. Shareholders of Opa Cove, Inc. holding Dissenting Shares will not be entitled to receive membership interests or other consideration in Opa Cove, LLC but will be entitled to only those rights that are granted by the Appraisal Laws.

SECTION 9. DIRECTOR AND SHAREHOLDER APPROVAL

The board of directors and shareholders of Opa Cove, Inc. have approved this Plan of Conversion at meetings called and held in accordance with the applicable provisions of Oregon law and Opa Cove, Inc.'s articles of incorporation and bylaws.

IN WITNESS WHEREOF, *Opa Cove, Inc.* has caused this Plan of Conversion to be executed by its duly authorized officers as of the date first above written.

OPA COVE, INC

By:

/s/


Richard Barbis, President