

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM408306

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Gerber Scientific, Inc.		08/31/2016	Corporation: CONNECTICUT
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Gerber Scientific LLC		
<b>Street Address:</b>	24 Industrial Park Road west		
<b>City:</b>	Tolland		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06084		
<b>Entity Type:</b>	Limited Liability Company: CONNECTICUT		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3131903	G (STYLIZED COLOR)	
<b>Registration Number:</b>	3134918	G	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2129499190		
<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>			
<b>Phone:</b>	2129499022		
<b>Email:</b>	fterranella@lawabel.com		
<b>Correspondent Name:</b>	Lawrence E. Abelman		
<b>Address Line 1:</b>	666 THIRD AVE, 10TH FL		
<b>Address Line 4:</b>	New York, NEW YORK 10017		
<b>NAME OF SUBMITTER:</b>	Frank Terranella		
<b>SIGNATURE:</b>	/ft/		
<b>DATE SIGNED:</b>	12/09/2016		
<b>Total Attachments: 6</b>			
source=Gerber Scientific Inc. to Gerber Scientific LLC#page1.tif			
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**CERTIFICATE OF CONVERSION**  
**OF**  
**GERBER SCIENTIFIC, INC.**  
**FROM A CONNECTICUT CORPORATION TO**  
**A CONNECTICUT LIMITED LIABILITY COMPANY**

The undersigned, for the purpose of converting Gerber Scientific, Inc., a Connecticut corporation (the "Corporation"), to a Connecticut limited liability company pursuant to Part IV of Chapter 616 of the Connecticut General Statutes, hereby certifies as follows:

1. The Corporation was originally incorporated in Connecticut as The Gerber Scientific Instruments Company on May 12, 1948.
2. The Gerber Scientific Instruments Company was renamed The Gerber Scientific Instrument Company on November 1, 1948.
3. The Gerber Scientific Instrument Company was renamed Gerber Scientific, Inc. on October 4, 1978.
4. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Gerber Scientific, Inc.
5. The jurisdiction of the Corporation immediately prior to the filing of this Certificate of Conversion is Connecticut.
6. The Corporation will be converted into a limited liability company upon the effective date of this Certificate of Conversion.
7. The name of the limited liability company upon the effective date of this Certificate of Conversion is Gerber Scientific LLC.
8. The jurisdiction of the Limited Liability Company upon the effective date of this Certificate of Conversion is Connecticut.
9. This Certificate of Conversion shall become effective at the time of filing.
10. The Plan of Conversion was approved in accordance with Part IV of Chapter 616 of the Connecticut General Statutes.
11. The Articles of Organization of Gerber Scientific LLC is attached hereto as Exhibit A.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting Corporation has executed this Certificate of Conversion on this 31st day of August 2016.

GERBER SCIENTIFIC, INC.

By: 

Name: Stanley Edme  
Title: Vice President and Secretary

[Signature Page to Certificate of Conversion]

**EXHIBIT A**

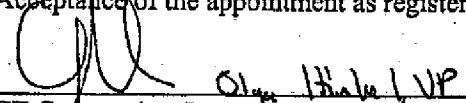
**Articles of Organization**

(Please see attached)

ARTICLES OF ORGANIZATION  
OF  
GERBER SCIENTIFIC LLC

- FIRST: The name of the limited liability company is Gerber Scientific LLC (the "Company")
- SECOND: The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be formed under the Connecticut Limited Liability Company Act, as the same may be amended or supplemented from time to time, and to engage in any and all activities necessary or incidental thereto.
- THIRD: The principal office address of the Company is located at c/o Gerber Scientific International, Inc., 24 Industrial Park Road West, Tolland, CT 06084. The Company does not have an email address.
- FOURTH: The Company hereby appoints CT Corporation System, a corporation with a principal business address of One Corporate Center, Floor 14, Hartford, CT 06103-3220 to be its registered agent.

Acceptance of the appointment as registered agent:

  
CT Corporation System

- FIFTH: The name and the business, residence or mailing address of the member is as follows:

<u>Name</u>	<u>Address</u>
Knife Holding Corporation	One Market Street Steuart Tower, 23rd Floor San Francisco, CA 94105

- SIXTH: The Articles of Organization shall become effective upon the filing of the Certificate of Conversion with the Secretary of State of the State of Connecticut.

*[Remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby, has duly executed the Articles of Organization as of this 31st day of August, 2016.

MEMBER:

KNIFE HOLDING CORPORATION

By: 

Name: Stanley Edme

Title: Vice President and Secretary

CRONIN 20

TRUSTEE

SECRETARY

SECRETARY

SECRETARY

SECRETARY

SECRETARY

[Signature Page to Articles of Organization - Gerber Scientific LLC]

TRADEMARK

REEL: 005945 FRAME: 0249

STATE OF CONNECTICUT }  
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record  
in this Office.

In Testimony whereof, I have hereunto set my hand  
and affixed the Seal of said State, at Hartford,  
this 31st day of August A.D. 2016

*Denise N. Merrill*

SECRETARY OF THE STATE

*AG*