

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM411364

<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>
Ingram Book Group Inc.		12/31/2016	Corporation: TENNESSEE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ingram Book Group LLC		
<b>Street Address:</b>	One Ingram Boulevard		
<b>City:</b>	LaVergne		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	37086		
<b>Entity Type:</b>	Limited Liability Company: TENNESSEE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4178575	BOOKFOOL	
<b>Registration Number:</b>	2647078	SUPPLIWAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6152446804		
<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>	615-850-8741		
<b>Email:</b>	trademarkdocket@wallerlaw.com		
<b>Correspondent Name:</b>	Robert P. Felber, Jr.		
<b>Address Line 1:</b>	c/o Waller Lansden Dortch & Davis, LLP		
<b>Address Line 2:</b>	511 Union Street, Suite 2700		
<b>Address Line 4:</b>	Nashville, TENNESSEE 37219		
<b>NAME OF SUBMITTER:</b>	Robert P. Felber, Jr.		
<b>SIGNATURE:</b>	/ROBERT P. FELBER, JR./		
<b>DATE SIGNED:</b>	01/06/2017		
<b>Total Attachments: 4</b>			
source=IBG LLC - TN Conversion and Organization#page1.tif			
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source=IBG LLC - TN Conversion and Organization#page3.tif			
source=IBG LLC - TN Conversion and Organization#page4.tif			

OP \$65.00 4178575



**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
**Division of Business Services**  
William R. Snodgrass Tower  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

Ingram Book Group LLC  
1 INGRAM BLVD  
LA VERGNE, TN 37086-3629

December 8, 2016

**Control # 301701**

**Effective Date: 12/31/2016**

**Document Receipt**

Receipt #: 2999220

Filing Fee: \$400.00

Payment-Check/MO - CFS-1, NASHVILLE, TN

\$400.00

**ACKNOWLEDGMENT OF CONVERSION**

**INGRAM BOOK GROUP INC.** converted from a **TENNESSEE For-profit Corporation**  
to  
**Ingram Book Group LLC**  
a **TENNESSEE Limited Liability Company**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

Tre Hargett  
Secretary of State

Processed By: Cynthia Dunn

Heather Dawbarn, Register  
Rutherford County Tennessee  
Rec #: 893878 Instrument #: 2058087  
Rec'd: 5.00 Recorded  
State: 0.00 12/9/2016 at 10:26 AM  
Clerk: 0.00 in Record Book  
Other: 2.00 1530  
Total: 7.00

Pages 2447-2450

Phone (615) 741-2286 \* Fax (615) 741-7310 \* Website: <http://tnbear.tn.gov/>

Record Book 1530 Page 2447

**TRADEMARK**

**REEL: 005960 FRAME: 0701**

2012-07-24 12:05:2018 12:01 PM Received by Tennessee Secretary of State Tre Hargett

# ARTICLES OF ENTITY CONVERSION

(Domestic Business Corporation to a Domestic Unincorporated Entity) (ss-4612)



Business Services Division  
Tre Hargett, Secretary of State  
State of Tennessee  
312 Rosa L. Parks Ave., 6th Fl.  
Nashville, TN 37243  
(615) 741-2286

Filing Fee: \$100.00

For Office Use Only

# FILED

Pursuant to the provisions of T.C.A. §48-21-112(a) of the Tennessee Business Corporation Act, the undersigned hereby submits these articles of entity conversion:

1. Name of corporation immediately before the filing of the articles of entity conversion: Ingram Book Group Inc.  
Secretary of State Control Number: 0301701  
Name to which the corporation is to be changed: Ingram Book Group LLC

2. The type of unincorporated entity that the survivor will be (check one):

- General Partnership
- Limited Liability Company
- Limited Partnership
- Business Trust
- Joint Stock Association
- Unincorporated Nonprofit Association
- Other: \_\_\_\_\_

3. The plan of entity conversion was duly approved by the shareholders in the manner required by this chapter and the charter.

4. If the survivor is a filing entity, attached is the applicable public organic document, except that provisions that would not be required to be included in a restated public organic document may be omitted.

5. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is:

(Not to exceed 90 days) Effective Date: 12 / 31 / 16 Time: 11:59 **PM**  
*Month Day Year*

<u>12/8/16</u>	<u>Eleanor G. McDonald</u>
Signature Date	Signature
Secretary	Eleanor G. McDonald
Signer's Capacity	Name (printed or typed)

**\*Note: Pursuant to T.C.A. §10-7-503 all information on this form is public record.**

Submitter Information: Name: \_\_\_\_\_ Phone #: ( ) \_\_\_\_\_

ARTICLES OF ORGANIZATION  
OF  
INGRAM BOOK GROUP LLC

Pursuant to the provisions of the Tennessee Revised Limited Liability Company Act, the undersigned adopts the following Articles:

1. The name of the limited liability company is Ingram Book Group LLC (the "Company").
2. The complete address of the initial registered office of the Company in the State of Tennessee is 4400 Harding Road, Nashville, Davidson County, Tennessee 37205, and the name of its registered agent at that office is Eleanor G. McDonald.
3. The complete address of the principal office of the Company in the State of Tennessee is One Ingram Boulevard, LaVergne, Rutherford County, Tennessee 37086.
4. The Company will be member-managed.
5. The name and address of the Organizer is Eleanor G. McDonald, 4400 Harding Road, Nashville, Tennessee 37205.
6. The organization shall become effective at 11:59 p.m. on December 31, 2016.

These Articles are signed and dated at Nashville, Tennessee, on December 8, 2016.

  
Eleanor G. McDonald, Organizer

EO321-0725 17/08/2016 12:01 PM Received by Tennessee Secretary of State The Hargett

Affidavit

I, Lucretia Albert do hereby make oath that I am the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Lucretia Albert  
Signature

State of Tennessee

County of Davidson

Personally appeared before me, Ruth F. Arnold, a notary public for this county and state, Lucretia Albert, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Ruth F. Arnold  
Notary signature

My Commission Expires: August 20, 2019

Notary Seal:

