

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM411801

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
UNITED COPPER INDUSTRIES, INC.		09/21/2016	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	UNITED COPPER INDUSTRIES, LLC		
<b>Street Address:</b>	2711 CENTERVILLE ROAD		
<b>Internal Address:</b>	SUITE 400		
<b>City:</b>	WILMINGTON		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19808		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4424675	UNITED COPPER INDUSTRIES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128767934		
<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>	3128768000		
<b>Email:</b>	patents.us@dentons.com		
<b>Correspondent Name:</b>	DENTONS US LLC		
<b>Address Line 1:</b>	233 SOUTH WACKER DRIVE		
<b>Address Line 2:</b>	SUITE 7800		
<b>Address Line 4:</b>	CHICAGO, ILLINOIS 60606		
<b>NAME OF SUBMITTER:</b>	Frank S. Benjamin		
<b>SIGNATURE:</b>	/Frank S. Benjamin/		
<b>DATE SIGNED:</b>	01/10/2017		
<b>Total Attachments: 14</b>			
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# Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "UNITED COPPER INDUSTRIES, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWELFTH DAY OF SEPTEMBER, A.D. 2011, AT 3:39 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "UNITED COPPER, INC." TO "UNITED COPPER INDUSTRIES, INC.", FILED THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2011, AT 2:02 O`CLOCK P.M.

CERTIFICATE OF REVIVAL, FILED THE TWENTIETH DAY OF MAY, A.D. 2013, AT 8 O`CLOCK A.M.

CERTIFICATE OF CONVERSION, FILED THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2016, AT 5:52 O`CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2016, AT 5:52 O`CLOCK P.M.



5035111 8100H  
SR# 20167108569

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203525257  
Date: 12-15-16

**TRADEMARK**  
**REEL: 005963 FRAME: 0403**

# Delaware

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The First State

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID  
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE  
AFORESAID LIMITED LIABILITY COMPANY, "UNITED COPPER INDUSTRIES,  
LLC".



5035111 8100H  
SR# 20167108569

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "J. Butluck", is written over a horizontal line. Below the line, the text "Jeffrey W. Butluck, Secretary of State" is printed in a small font.

Authentication: 203525257  
Date: 12-15-16

**TRADEMARK**  
**REEL: 005963 FRAME: 0404**

**CERTIFICATE OF INCORPORATION**

of

**UNITED COPPER, INC.**

The undersigned incorporator, in order to form a corporation under the General Corporation Law of the State of Delaware (the "General Corporation Law"), certifies as follows:

1. Name. The name of the corporation is United Copper, Inc. (the "Corporation").
2. Address; Registered Office and Agent. The address of the Corporation's registered office is 615 South DuPont Highway, City of Dover, County of Kent, State of Delaware 19901; and the name of its registered agent at such address is National Corporate Research, Ltd.
3. Purposes. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law.
4. Number of Shares. The total number of shares of stock that the Corporation shall have authority to issue is: one hundred (100), all of which shall be shares of Common Stock of the par value of one cent (\$0.01) per share.
5. Name and Mailing Address of Incorporator. The name and mailing address of the incorporator are: Daniel P. Watkins, c/o Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064.

6. Election of Directors. Unless and except to the extent that the By-laws of the Corporation (the "By-laws") shall so require, the election of directors of the Corporation need not be by written ballot.

7. Limitation of Liability. To the fullest extent permitted under the General Corporation Law, as amended from time to time, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

Any amendment, repeal or modification of this Article 7 shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, repeal or modification.

8. Indemnification.

8.1 Right to Indemnification. The Corporation shall indemnify and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is party or is threatened to be made party or is otherwise involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another entity or enterprise, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) reasonably incurred by such Covered

Person. Notwithstanding the preceding sentence, except as otherwise provided in Section 8.3, the Corporation shall be required to indemnify a Covered Person in connection with a Proceeding (or part thereof) commenced by such Covered Person only if the commencement of such Proceeding (or part thereof) by the Covered Person was authorized by the Board of Directors of the Corporation (the "Board").

8.2 Prepayment of Expenses. To the extent not prohibited by applicable law, the Corporation shall pay the expenses (including attorneys' fees) incurred by a Covered Person in defending any Proceeding in advance of its final disposition, provided, however, that, to the extent required by applicable law, such payment of expenses in advance of the final disposition of the Proceeding shall be made only upon receipt of an undertaking by the Covered Person to repay all amounts advanced if it should be ultimately determined that the Covered Person is not entitled to be indemnified under this Article 8 or otherwise.

8.3 Claims. If a claim for indemnification or advancement of expenses under this Article 8 is not paid in full within 30 days after a written claim therefor by the Covered Person has been received by the Corporation, the Covered Person may file suit to recover the unpaid amount of such claim and, if successful in whole or in part, shall be entitled to be paid the expense of prosecuting such claim. In any such action the Corporation shall have the burden of proving that the Covered Person is not entitled to the requested indemnification or advancement of expenses under applicable law.

8.4 Nonexclusivity of Rights. The rights conferred on any Covered Person by this Article 8 shall not be exclusive of any other rights that such

Covered Person may have or hereafter acquire under any statute, provision of this Certificate of Incorporation, the By-laws, agreement, vote of stockholders or disinterested directors or otherwise.

8.5 Other Sources. The Corporation's obligation, if any, to indemnify or to advance expenses to any Covered Person who was or is serving at its request as a director, officer, employee or agent of another entity or enterprise shall be reduced by any amount such Covered Person may collect as indemnification or advancement of expenses from such other entity or enterprise.

8.6 Primacy of Indemnification. Notwithstanding that a Covered Person may have certain rights to indemnification, advancement of expenses and/or insurance provided by other persons (collectively, the "Other Indemnitors"), the Corporation: (i) shall be the indemnitor of first resort (i.e., its obligation to a Covered Person are primary and any obligation of the Other Indemnitors to advance expenses or to provide indemnification for the same expenses or liabilities incurred by such Covered Person are secondary); and (ii) shall be required to advance the full amount expenses incurred by a Covered Person pursuant to the terms hereof and shall be liable for the full amount of all such expenses, without regard to any rights such Covered Person may have against any of the Other Indemnitors. No advancement or payment by the Other Indemnitors on behalf of a Covered Person with respect to any claim for which such Covered Person has sought indemnification from the Corporation shall affect the immediately preceding sentence, and the Other Indemnitors shall have a right of contribution and/or be subrogated to the extent of such advancement or payment to all of the rights of recovery of such Covered Person against the Corporation.



8.7 Subrogation. In the event of payment under this Article 8, the Corporation shall be subrogated to the extent of such payment to all of the rights of recovery of the Covered Person (other than against the Other Indemnitors), who shall execute all papers required and shall do everything that may be necessary to secure such rights, including the execution of such documents necessary to enable the Corporation effectively to bring suit to enforce such rights.

8.8 No Duplication of Payments. Except as otherwise set forth in Section 8.6 above, the Corporation shall not be liable under this Article 8 to make any payment in connection with any claim made against any Covered Person to the extent that such Covered Person has otherwise actually received payment (under any insurance policy, agreement, vote, or otherwise) of the amounts otherwise indemnifiable hereunder.

8.9 Amendment or Repeal. Any repeal or amendment of the foregoing provisions of this Article 8 shall not adversely affect any right or protection hereunder of any Covered Person in respect of any act or omission occurring prior to the time of such repeal or amendment.

8.10 Saving Clause. If this Article 8, or any portion hereof, shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify each Covered Person to the fullest extent not prohibited by any applicable portion of this Article 8 that shall not have been invalidated, or by any other applicable law.

8.11 Other Indemnification and Prepayment of Expenses. This Article 8 shall not limit the right of the Corporation, to the extent and in the manner

permitted by applicable law, to indemnify and to advance expenses to persons other than Covered Persons when and as authorized by appropriate corporate action.

9. Adoption, Amendment and/or Repeal of By-Laws. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board is expressly authorized to adopt, amend or repeal the By-laws of the Corporation, subject to the power of the stockholders of the Corporation to alter or repeal any By-law whether adopted by them or otherwise.

10. Powers of Incorporator. The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation with the Secretary of State of the State of Delaware. The names and mailing addresses of the persons who are to serve as the initial directors of the Corporation until their successors are duly elected and qualified, are:

<u>Name</u>	<u>Mailing Address</u>
<b>Jay Bernstein</b>	c/o KPS Capital Partners, LP 485 Lexington Avenue, 31st Floor New York, New York 10017
<b>Raquel Palmer</b>	c/o KPS Capital Partners, LP 485 Lexington Avenue, 31st Floor New York, New York 10017
<b>Michael Psaros</b>	c/o KPS Capital Partners, LP 485 Lexington Avenue, 31st Floor New York, New York 10017
<b>David Shapiro</b>	c/o KPS Capital Partners, LP 485 Lexington Avenue, 31st Floor New York, New York 10017

11. Certificate Amendments. The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and add other provisions authorized by the laws of the

State of Delaware at the time in force, in the manner now or hereafter prescribed by applicable law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this article.

*[Remainder of Page Intentionally Left Blank]*



CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF INCORPORATION  
OF  
UNITED COPPER, INC.

United Copper, Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The Certificate of Incorporation of the Corporation is hereby amended by deleting Article 1 thereof and inserting the following in lieu thereof:

"1. Name. The name of the corporation is United Copper Industries, Inc. (the "Corporation")."

2. The foregoing amendment was duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware and shall become effective on the date this Certificate of Amendment to the Certificate of Incorporation of the Corporation is filed with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Amendment to be duly executed in its corporate name this 28 day of September 2011.

UNITED COPPER, INC.

By 

Name: Christopher Anderson  
Title: Authorized Officer

**STATE OF DELAWARE  
CERTIFICATE FOR RENEWAL  
AND REVIVAL OF CHARTER**

The corporation organized under the laws of the State of Delaware, the charter of which was voided for non-payment of taxes and/or for failure to file a complete annual report, now desires to procure a restoration, renewal and revival of its charter pursuant to Section 312 of the General Corporation Law of the State of Delaware, and hereby certifies as follows:

1. The name of the corporation is UNITED COPPER INDUSTRIES, INC.
2. The Registered Office of the corporation in the State of Delaware is located at 615 SOUTH DUPONT HIGHWAY (street), in the City of DOVER, County of KENT Zip Code 19901. The name of the Registered Agent at such address upon whom process against this Corporation may be served is NATIONAL CORPORATE RESEARCH, LTD.
3. The date of filing of the Corporation's original Certificate of Incorporation in Delaware was 9-12-2011
4. The renewal and revival of the charter of this corporation is to be perpetual.
5. The corporation was duly organized and carried on the business authorized by its charter until the 1<sup>ST</sup> day of MARCH A.D. 2013, at which time its charter became inoperative and void for non-payment of taxes and/or failure to file a complete annual report and the certificate for renewal and revival is filed by authority of the duly elected directors of the corporation in accordance with the laws of the State of Delaware.

By:   
Authorized Officer

Name: CHARLIE BARNHAM, CFO  
Print or Type

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the corporation first formed is September 12, 2011.
- 4.) The name of the Corporation immediately prior to filing this Certificate is  
United Copper Industries, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of  
Formation is United Copper Industries, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
21st day of September, A.D., 2016.

By: /s/ Richard Stinson  
Authorized Person

Name: Richard Stinson, President  
Print or Type

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:52 PM 09/21/2016  
FILED 05:52 PM 09/21/2016  
SR 20165887856 - File Number 5035111

**CERTIFICATE OF FORMATION  
OF  
UNITED COPPER INDUSTRIES, LLC**

This Certificate of Formation of United Copper Industries, LLC (the "LLC"), is being duly executed by the undersigned for the purpose of forming a limited liability company under the Delaware Limited Liability Company Act, 6 Del. C. §18-101, et seq.

FIRST. The name of the limited liability company formed hereby is United Copper Industries, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808. The name of its registered agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned, an authorized person, has caused this Certificate of Formation to be duly executed as of the 21st day of September, 2016.

/s/ Joseph O. Blanco  
Joseph O. Blanco, Authorized Person