

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM413451

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Worm's Way, Inc.		01/18/2017	Corporation: INDIANA
RECEIVING PARTY DATA			
Name:	BWGS, LLC		
Street Address:	1410 Hancel Parkway		
City:	Mooresville		
State/Country:	INDIANA		
Postal Code:	46158		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	4555011	BLUEPRINT CONTROLLERS	
Registration Number:	1870183		
Registration Number:	4574865	DURABREEZE	
Registration Number:	4600143	ELEMENTAL SOLUTIONS	
Registration Number:	5007843	GROXCESS	
Registration Number:	4993800	HARVESTER'S EDGE	
Registration Number:	5008153	ION	
Registration Number:	4615110	ION	
Registration Number:	4783217	MIXSURE+	
Registration Number:	5056312	POWER MATRIX	
Registration Number:	4663945	SMART SUPPORT	
Registration Number:	5008173	SUNLEAVES	
Registration Number:	3969439	SUNLEAVES GARDEN PRODUCTS	
Registration Number:	5041647	SUNSPOT	
Registration Number:	4853757	THE FOUNDATION FOR AUTOMATION	
Registration Number:	4663512	VITAPLANT	
Registration Number:	1870181	WORM'S WAY	
CORRESPONDENCE DATA			

CH \$440.00 4555011

Fax Number: 3128622200

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.

Phone: 3128628738

Email: michelle.nowicki@kirkland.com

Correspondent Name: Michelle Nowicki

Address Line 1: 300 N. LaSalle Street

Address Line 2: Kirkland & Ellis LLP

Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	26991-1 MN
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NAME OF SUBMITTER:	Michelle Nowicki
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SIGNATURE:	/Michelle Nowicki/
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DATE SIGNED:	01/24/2017
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Total Attachments: 12

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Delaware

Page 1

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 "BWGS, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF CONVERSION, FILED THE THIRTEENTH DAY OF JANUARY, A.D. 2017, AT 5:05 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE EIGHTEENTH DAY OF JANUARY, A.D. 2017.

CERTIFICATE OF FORMATION, FILED THE THIRTEENTH DAY OF JANUARY, A.D. 2017, AT 5:05 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE EIGHTEENTH DAY OF JANUARY, A.D. 2017.

CERTIFICATE OF CORRECTION, FILED THE NINETEENTH DAY OF JANUARY, A.D. 2017, AT 11:58 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

6281835 8100H
SR# 20170401590

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 201921575
Date: 01-24-17

TRADEMARK
REEL: 005973 FRAME: 0705

Delaware

The First State


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*CERTIFICATE OF CORRECTION, FILED THE NINETEENTH DAY OF
JANUARY, A.D. 2017, AT 12 O`CLOCK P.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF CORRECTION IS THE NINETEENTH DAY OF
JANUARY, A.D. 2017 AT 11:56 O`CLOCK A.M.*

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




Jeffrey W. Bullock, Secretary of State

6281835 8100H
SR# 20170401590

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 201921575
Date: 01-24-17

TRADEMARK
REEL: 005973 FRAME: 0706

CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY

The undersigned, being duly authorized to execute and file this Certificate of Conversion for the purpose of converting a Delaware corporation to a Delaware limited liability company pursuant to the Section 18-214 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

1. The jurisdiction where the corporation was first formed is Indiana.
2. The jurisdiction of the corporation immediately prior to filing this Certificate of Conversion is Indiana.
3. The date the corporation was first formed is March 6, 1987.
4. The name of the corporation immediately prior to filing this Certificate is Worm's Way, Inc.
5. The name of the limited liability company as set forth in the Certificate of Formation is BWGS, LLC.
6. This Certificate of Conversion is to become effective upon filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the 13 day of January, 2017.

By: 
Lisa Pierson, an Authorized Person

CERTIFICATE OF FORMATION

OF

BWGS, LLC

This Certificate of Formation is being executed as of January 13, 2017 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is BWGS, LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The registered agent of the Company for service of process at such address is The Corporation Trust Company.

3. Effective Date. This Certificate of Formation shall become effective upon filing.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.

By: Lisa Pierson
Lisa Pierson, an Authorized Person

State of Delaware
Certificate of Correction
of a Limited Liability Company
to be filed pursuant to Section 18-211(a)

1. The name of the Limited Liability Company is: BWGS, LLC

2. That a Certificate of Conversion was filed by the Secretary of State of Delaware on 01/13/2017, and that said Certificate requires correction as permitted by Section 18-211 of the Limited Liability Company Act.

3. The inaccuracy or defect of said Certificate is: (must give specific reason)

The plan of conversion requires the Delaware conversion and formation to be effective upon filing of the Indiana conversion. The Indiana conversion was filed on January 18th, 2017. The future effective date was omitted erroneously.

4. The Certificate is hereby corrected to read as follows:

This Certificate of Conversion is to become effective on January 18th, 2017.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 19th day of January, A.D. 2017.

By: /s/Lisa Pierson
Authorized Person

Name: Lisa Pierson
Print or Type

State of Delaware
Certificate of Correction
of a Limited Liability Company
to be filed pursuant to Section 18-211(a)

1. The name of the Limited Liability Company is: BWGS, LLC
2. That a Certificate of Formation was filed by the Secretary of State of Delaware on 01/13/2017, and that said Certificate requires correction as permitted by Section 18-211 of the Limited Liability Company Act.

3. The inaccuracy or defect of said Certificate is: (must give specific reason)

The plan of conversion requires the Delaware conversion and formation to be effective upon filing of the Indiana conversion. The Indiana conversion was filed on January 18th, 2017. The future effective date was omitted erroneously.

4. The Certificate is hereby corrected to read as follows:

This Certificate of Formation is to become effective on January 18th, 2017.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 19th day of January, A.D. 2017.

By: /s/Lisa Pierson
Authorized Person

Name: Lisa Pierson
Print or Type



**ARTICLES OF ENTITY CONVERSION
CONVERSION OF A CORPORATION
INTO A LIMITED LIABILITY COMPANY**

State Form 51576 (R4 / 7-16)
Approved by State Board of Accounts, 2016


Indiana Code 23-1-18-3

FILING FEE: \$30.00

<p>ARTICLES OF CONVERSION OF WORM'S WAY, INC. <hr/><i>(hereinafter "Non-surviving Corporation")</i></p>
<p>INTO BWGS, LLC <hr/><i>(hereinafter "Surviving LLC")</i></p>

ARTICLE I: PLAN OF ENTITY CONVERSION

- a. Please set forth the Plan of Conversion, containing such information as required by Indiana Code 23-1-38.5-11 and Indiana Code 23-1-38.5-12, attach herewith, and designate it as "Exhibit A."
The following is basic information that must be included in the Plan of Entity Conversion: (please refer to Indiana Code 23-1-38.5-12 for a more complete listing of requirements before submitting the plan).
- A statement of the type of business entity that Surviving LLC will be and, if it will be a foreign non-corporation, its jurisdiction of organization;
 - The terms and conditions of the conversion;
 - The manner and basis of converting the shares of Non-surviving Corporation into the interests, securities, obligations, rights to acquire interests or other securities of Surviving LLC following its conversion; and
 - The full text, as in effect immediately after the consummation of the conversion, of the organic document (if any) of Surviving LLC.
 - If, as a result of the conversion, one or more shareholders of Non-surviving Corporation would be subject to owner liability for debts, obligations, or liabilities of any other person or entity, those shareholders must consent in writing to such liabilities in order for the Plan of Merger to be valid.
- b. Please read and sign the following statement.
I hereby affirm under penalty of perjury that the plan of conversion is in accordance with the Articles of Incorporation or bylaws of Non-surviving Corporation and is duly authorized by the shareholders of Non-surviving Corporation as required by the laws of the State of Indiana.

Signature 	Printed Name Lisa Pierson	Title President and CEO
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ARTICLE II: NAME AND DATE OF INCORPORATION OF NON-SURVIVING CORPORATION

- a. The name of Non-surviving Corporation immediately before filing these Articles of Entity Conversion is the following:
Worm's Way, Inc.
- b. The date on which Non-surviving Corporation was incorporated in the State of Indiana is the following (*month, day, year*):
03/06/1987

ARTICLE III: NAME AND PRINCIPLE OFFICE OF SURVIVING LLC

- a. The name of Surviving LLC is the following:
 - (Please note pursuant to Indiana Code 23-18-2-8, this name must include the words "Limited Liability Company", "L.L.C.", or "LLC".)
 - (If Surviving LLC is a foreign LLC, then its name must adhere to the laws of the state in which it is domiciled.)**BWGS, LLC**
- b. The address of Surviving LLC's Principal Office is the following:
- | | | | |
|--|---------------------|-------------|-------------------|
| Street Address (<i>number and street</i>)
1410 Hancel Parkway | City
Mooresville | State
IN | ZIP code
46158 |
|--|---------------------|-------------|-------------------|

ARTICLE IV: REGISTERED OFFICE AND AGENT OF SURVIVING LLC

Registered Agent: The name and street address of Surviving LLC's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent

C T Corporation System

Address of Registered Office (number and street or building)

150 West Market Street, Suite 800

City

Indianapolis

State

Indiana

ZIP code

46204

ARTICLE V - JURISDICTION OF SURVIVING LLC AND CHARTER SURRENDER OF NON-SURVIVING CORPORATION**SECTION 1: JURISDICTION**

Please state the jurisdiction in which Surviving LLC will be organized and governed.

Delaware

SECTION 2: CHARTER SURRENDER (Please complete this section only if Surviving LLC is organized outside of Indiana.)

If the jurisdiction stated above is not Indiana, please set forth the Articles of Charter Surrender for the Non-surviving Corporation and attach herewith as "Exhibit B."

Pursuant to *Indiana Code 23-1-38.5-14*, the Articles of Charter Surrender must include:

1. The name of Non-surviving Corporation;
2. A statement that the Articles of Charter Surrender are being filed in connection with the conversion of Non-surviving Corporation into an LLC that will be organized in a jurisdiction other than the State of Indiana;
3. A signed statement under penalty of perjury that the conversion was duly approved by the shareholders of Non-surviving Corporation in a manner required by Indiana Law and consistent with the Articles of Incorporation or the bylaws of Non-surviving Corporation;
4. The jurisdiction under which the Surviving LLC will be organized; and
5. The address of Surviving LLC's executive office.

ARTICLE VI: DISSOLUTION OF SURVIVING LLC

Please indicate when dissolution will take place in Surviving LLC:

- The latest date upon which Surviving LLC is to dissolve is _____, OR
- Surviving LLC is perpetual until dissolution.

ARTICLE VII: MANAGEMENT OF SURVIVING LLC

Surviving LLC will be managed by:

- The members of Surviving LLC, OR
- A manager or managers

In Witness Whereof, the undersigned being an officer or other duly authorized representative of Non-surviving Corporation executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true,

this 13th day of January, 2017.

Required:

- By checking the box, the Signator(s) represent(s) that the registered agent named in the application has consented to the appointment of registered agent.

Signature



Printed name

Lisa Pierson

Title

President and Chief Executive Officer

EXHIBIT A

PLAN OF CONVERSION

WHEREAS, Worm's Way, Inc. an Indiana corporation desires to convert its business entity status from an Indiana corporation to a Delaware limited liability company.

1. The name of the business entity prior to the conversion is: Worm's Way, Inc. ("WW") and is a corporation duly organized under the laws of the State of Indiana on March 6, 1987.

2. The name of the business entity after the conversion shall be **BWGS, LLC** a limited liability company duly organized under the laws of the State of Delaware (the "Converted Entity")

3. The conversion shall become effective on upon filing with the Indiana Secretary of State (the "Effective Date").

4. On the Effective Date, the Articles of Incorporation and Bylaws of WW shall cease to exist. The Articles of Organization and the Limited Liability Company Agreement of the Converted Entity shall govern according to the applicable laws of the State of Delaware.

5. The persons who are members of the Board of Directors and officers of WW immediately prior to the Effective Date shall, after the Effective Date, be removed as members of the Board of Directors of WW. The officers of the Converted Entity shall be those officers named in the Limited Liability Company Agreement of the Converted Entity.

6. On the Effective Date, by virtue of the conversion and without any action on the part of the holder of WW's Stock, each share of WW's Stock which is held immediately prior to the Effective Date shall be canceled and extinguished.

7. On and after the Effective Date, the Converted Entity shall possess all the assets of every description, and every interest in the assets, wherever located, and the rights, privileges, immunities, powers, franchises and authority, of a public as well as a private nature, of WW and all obligations belonging to or due to WW, all of which vested in the Converted Entity without further act or deed. The Converted Entity shall be liable for all the obligations of WW; any claim existing, or action or proceeding pending, by or against WW may be prosecuted to judgment, with right of appeal, as if the Conversion had not taken place, or the Converted Entity may be substituted in its place; and all the rights of creditors of WW shall be preserved unimpaired.

8. The full text, as in effect immediately after the consummation of the conversion, of the organic document of the Converted Entity is as follows:

CERTIFICATE OF FORMATION
OF
BWGS, LLC

This Certificate of Formation is being executed as of January 7, 2017 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is BWGS, LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The registered agent of the Company for service of process at such address is The Corporation Trust Company.

3. Effective Date. This Certificate of Formation shall become effective upon filing.

Worm's Way, Inc.

By: Lisa Pierson
Name: Lisa Pierson
Title: President and Chief Executive Officer

EXHIBIT B

**ARTICLES OF CHARTER SURRENDER
OF
WORM'S WAY, INC.**

In compliance with the requirements of the Section 23-1-38.5-14 *et seq.* of the Indiana Business Corporation Law, as amended (hereinafter referred to as the "Act"), Worm's Way, Inc., an Indiana corporation (the "Company"), desiring to surrender its Indiana charter and convert to a Delaware limited liability company, hereby certifies that:

SECTION 1: The name of the Company is Worm's Way, Inc.

SECTION 2: These Articles of Charter Surrender are being filed in connection with the conversion of the Company to a foreign jurisdiction.

SECTION 3: The conversion was duly approved and adopted by the sole shareholder of the Company in accordance with the Act and the organic laws of the State of Delaware.

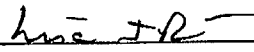
SECTION 4: The surviving entity will be governed by laws of the State of Delaware and the Delaware Limited Liability Company Act.

SECTION 5: The surviving entity's executive office address is 1410 Hancel Parkway, Mooresville, IN 46158.

[This Space Intentionally Left Blank.]

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the Company, has executed these Articles of Charter Surrender on the 13 day of January, 2017.

WORM'S WAY, INC.

By: 
Name: Lisa Pierson
Title: President and Chief Executive Officer

[Signature Page- Articles of Charter Surrender]