

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM423831

<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>
Continental Cafe, Inc.		01/24/2017	Corporation: MICHIGAN
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Continental Cafe, LLC		
<b>Street Address:</b>	35710 Mound Road		
<b>City:</b>	Sterling Heights		
<b>State/Country:</b>	MICHIGAN		
<b>Postal Code:</b>	48310		
<b>Entity Type:</b>	Limited Liability Company: MICHIGAN		
<b>PROPERTY NUMBERS Total: 12</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3145351	TUTTO AROMA	
<b>Registration Number:</b>	3113297	TOSSED FRESH	
<b>Registration Number:</b>	3148513	COMFORT CLASSICS	
<b>Registration Number:</b>	3142126	PROFUZION	
<b>Registration Number:</b>	4011429	CONTINENTAL	
<b>Registration Number:</b>	4392268	MARKET TWENTY 4 SEVEN	
<b>Registration Number:</b>	4431394	CONTINENTAL EDUCATIONAL DINING + SUPPORT	
<b>Registration Number:</b>	4487601	BUILT & BREWED IN DETROIT	
<b>Registration Number:</b>	4627124	WATERVIEW LOFT PORT DETROIT	
<b>Registration Number:</b>	4466465	HOTTAKES	
<b>Registration Number:</b>	4717850	GREAT MARK WESTERN PREMIUM RESERVE ANGUS	
<b>Registration Number:</b>	4617648	CO.CUISINE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	7022571483		
<b>Email:</b>	ssb@h2law.com		
<b>Correspondent Name:</b>	Stephanie S. Buntin		
<b>Address Line 1:</b>	450 West Fourth Street		
<b>TRADEMARK</b>			

CH \$315.00 3145351

<b>Address Line 4:</b>	Royal Oak, MICHIGAN 48067
<b>NAME OF SUBMITTER:</b>	Stephanie S. Buntin
<b>SIGNATURE:</b>	/Stephanie S. Buntin/
<b>DATE SIGNED:</b>	04/14/2017
<b>Total Attachments: 7</b> source=Certificate of Conversion#page1.tif source=p2#page1.tif source=p3#page1.tif source=p4#page1.tif source=p5#page1.tif source=p6#page1.tif source=p7#page1.tif	

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS**

**FILING ENDORSEMENT**

***This is to Certify that the CERTIFICATE OF CONVERSION AND ARTICLES OF ORGANIZATION***

*for*

**CONTINENTAL CAFE, INC.**

**ID Number: 480105**

**TO**

**CONTINENTAL CAFE, LLC**

**ID Number: F0699L**

***received by facsimile transmission on January 24, 2017 is hereby endorsed filed on January 24, 2017, by the Administrator.***

***The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.***



*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 24th day of January, 2017.*

*Julia Dale*

*Julia Dale, Director  
Corporations, Securities & Commercial Licensing Bureau*

*Sent by Facsimile Transmission*

CSCL/CD-854 (Rev. 08/16)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU										
Date Received	(FOR BUREAU USE ONLY)									
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.										
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td colspan="3">Name</td> </tr> <tr> <td colspan="3">Address</td> </tr> <tr> <td>City</td> <td>State</td> <td>ZIP Code</td> </tr> </table>		Name			Address			City	State	ZIP Code
Name										
Address										
City	State	ZIP Code								
EFFECTIVE DATE:										

Document will be returned to the name and address you enter above.  
If left blank, document will be returned to the registered office.

### CERTIFICATE OF CONVERSION

#### For use by a Corporation Converting into a Business Organization

*Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies), and Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate of Conversion.*

**1. Before Conversion**

Entity Name: <b>CONTINENTAL CAFE, INC.</b>		Entity ID: <b>480105</b>
Indicate (X) Entity Type	<input checked="" type="checkbox"/>	Domestic Profit Corporation
	<input checked="" type="checkbox"/>	Domestic Nonprofit Corporation
	Street Address, if different than the one provided in Item 3:	
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation

**2. After Conversion**

Entity Name: <b>CONTINENTAL CAFE, LLC</b>		<b>F0699L</b>
Indicate (X) Entity Type	<input type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Domestic Nonprofit Corporation
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation
	<input checked="" type="checkbox"/>	Domestic Limited Liability Company
	<input type="checkbox"/>	Foreign Limited Liability Company

If the converting corporation is a domestic corporation that has not commenced business, has not issued any shares or memberships, and has not elected a board of directors, proceed to Item 9.

If the converting corporation is a domestic corporation that has commenced business or a foreign corporation, proceed to Item 3.

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3. Surviving Business Organization

Governing Statute: Michigan Limited Liability Company Act, being Act No. 23, Public Acts of 1993, as amended.
Street Address: 35710 Mound Road, Sterling Heights, Michigan 48310
Principal Place of Business: 35710 Mound Road, Sterling Heights, Michigan 48310

4. Complete only if converting a profit corporation.

Designation and number of outstanding shares in each class and series, <u>3,955.37 Shares of Common Stock are issued and outstanding.</u>
Indicate class and series of shares entitled to vote <u>All Common shares are entitled to vote.</u>
Indicate class and series entitled to vote as a class, if any <u>None.</u>
If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

5. Complete only if converting a nonprofit corporation and it is organized on a stock basis.

Designation and number of outstanding shares in each class _____
Indicate class of shares entitled to vote _____
Indicate class of shares entitled to vote as a class, if any _____
If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

6. Complete only if converting a nonprofit corporation and it is organized on a membership basis.

For a corporation organized on a membership basis, state (a) a description of its members and (b) the number, classification, and voting rights of its members:

7. Complete only if converting a nonprofit corporation and it is organized on directorship basis.

For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors:

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8. The manner and basis of converting the shares or memberships of the converting corporation into ownership interests or obligations of the surviving business organization, into cash, into other consideration that may include ownership interests or obligations of an entity that is not a party to the conversion, or into a combination of cash and other consideration.

Each share of issued and outstanding Common Stock of the Corporation held by its shareholders shall be converted into a membership interest unit in Continental Cafe, LLC.

9. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document by the administrator.)

The conversion is effective on the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any shareholder or member of the converting corporation.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

10. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Expiration Date
See attached Addendum	

11. The converting corporation's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization:

Assumed Name	Expiration Date

12. Signatures: Complete only Section (a) or (b) if the converting corporation is domestic.  
Complete only (c) if the converting corporation is foreign.

Complete if the domestic corporation has not commenced business:

a) The plan of conversion was approved by unanimous consent of the incorporators of the converting domestic corporation and the corporation has not yet commenced business, has not issued any shares or memberships, and has not elected a board of directors in accordance with Section 745(1)(d) of the Act.

Signed this \_\_\_\_\_ day of \_\_\_\_\_.

\_\_\_\_\_  
(Signature of Incorporator)

\_\_\_\_\_  
(Type or Print Name)

\_\_\_\_\_  
(Signature of Incorporator)

\_\_\_\_\_  
(Type or Print Name)

\_\_\_\_\_  
(Signature of Incorporator)

\_\_\_\_\_  
(Type or Print Name)

\_\_\_\_\_  
(Signature of Incorporator)

\_\_\_\_\_  
(Type or Print Name)

Complete if the domestic corporation has commenced business:

b) The plan of conversion was adopted by the Board of Directors and approved by the shareholders of the domestic corporation in accordance with Section 745(1)(c) of the Act.

Signed this 20th day of January, 2017.

By \_\_\_\_\_  
(Signature of Authorized Officer or Agent)

Howard ? Howard Attorneys PLLC  
Joseph A. Michnicki, Esq.  
(Type or Print Name)

Complete only if the converting corporation is foreign:

c) The plan of conversion was adopted and submitted for approval in the manner required by the law governing the internal affairs of the converting foreign corporation.

Signed this \_\_\_\_\_ day of \_\_\_\_\_.

By \_\_\_\_\_  
(Signature of Authorized Officer or Agent)

\_\_\_\_\_  
(Type or Print Name)

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**ADDENDUM TO CERTIFICATE OF CONVERSION**

The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

ASSUMED NAME	EXPIRATION DATE
MARKET TWENTY 4 SEVEN	12-31-2020
CONTINENTAL CAFE AND CATERING	12-31-2019
CANTEEN CORRECTIONAL SERVICES	12-31-2019
CANTEEN-DETROIT	12-31-2020
CONTINENTAL CANTEEN	12-31-2020
CONTINENTAL SERVICES	12-31-2017
TWIN LAKES/CONTINENTAL	12-31-2017
TWIN LAKES BY CONTINENTAL	12-31-2017



CSCLUCD-700 (Rev. 08/15)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU	
Date Received	(FOR BUREAU USE ONLY)
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
Name	EFFECTIVE DATE:
Address	
City State ZIP Code	

Document will be returned to the name and address you enter above. If left blank, document will be returned to the registered office.

**ARTICLES OF ORGANIZATION**  
For use by Domestic Limited Liability Companies  
(Please read information and instructions on reverse side)

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Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned executes the following Articles:

**ARTICLE I**

The name of the limited liability company is: CONTINENTAL GAFE, LLC

**ARTICLE II**

The purpose or purposes for which the limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

**ARTICLE III**

The duration of the limited liability company if other than perpetual is: \_\_\_\_\_

**ARTICLE IV**

1. The name of the resident agent at the registered office is: James Bardy

2. The street address of the location of the registered office is:  
35710 Mound Road Sterling Heights, Michigan 48310  
(Street Address) (City) (Zip Code)

3. The mailing address of the registered office if different than above:  
\_\_\_\_\_, Michigan \_\_\_\_\_  
(P.O. Box or Street Address) (City) (Zip Code)

**ARTICLE V** (Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

[Empty rectangular box for Article V provisions]

Signed this 23 day of January, 2017

By Melissa M. Elio  
(Signature(s) of Organizer(s))  
Non-Member Organizer  
(Type or Print Name(s) of Organizer(s))

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