

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM440490

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Neptune Research, Inc.		05/04/2017	Corporation: FLORIDA
RECEIVING PARTY DATA			
Name:	Neptune Research, LLC		
Street Address:	3875 Fiscal Court, Suite #100		
City:	Riviera Beach		
State/Country:	FLORIDA		
Postal Code:	33404		
Entity Type:	Limited Liability Company: FLORIDA		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	3835695	NRI	
Registration Number:	3955676	SYNTHO GLASS XT	
Registration Number:	3955661	TRIDENT SEAL	
Registration Number:	3955662	TRIDENT WRAP	
Registration Number:	1287083	SYNTHO-GLASS	
Registration Number:	3959286	SYNTHO SLEEVE	
Registration Number:	4074911	VIPER-SKIN	
Registration Number:	4117956	THE RESINATOR	
Registration Number:	4253009	TITAN	
Registration Number:	4225796	NRI QUALITY. RELIABILITY. INTEGRITY	
Registration Number:	4983306	THERMO-WRAP	
Registration Number:	5251730	STEEL-WRAP	
CORRESPONDENCE DATA			
Fax Number:	3129774405		
<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>			
Phone:	3124258617		
Email:	chitm@nixonpeabody.com		
Correspondent Name:	Peter Prommer		
Address Line 1:	70 West Madison Street, Suite 3500		
TRADEMARK			

CH \$315.00 3835695

Address Line 4: Chicago, ILLINOIS 60602

NAME OF SUBMITTER: Peter Prommer

SIGNATURE: /Peter Prommer/

DATE SIGNED: 08/24/2017

Total Attachments: 7

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L17000098443

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

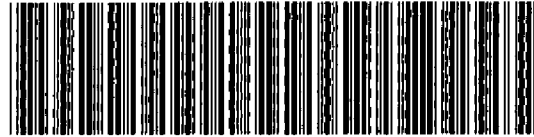
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



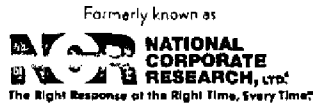
100298670241

RECEIVED
DEPARTMENT OF STATE
17 MAY -4 AM 10:45

FILED
2017 MAY -4 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. GOLDEN
MAY - 4 2017

TRADEMARK
REEL: 006137 FRAME: 0069



115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
866.625.0838
COGENCYGLOBAL.COM

Account#: I20000000088

Date: May 3, 2017

Name: Michelle Walker

Reference #: T009676

Entity Name: NEPTUNE RESEARCH, LLC

- Articles of Incorporation/Authorization to Transact Business
- Amendment
- Change of Agent
- Reinstatement
- Conversion
- Merger
- Dissolution/Withdrawal
- Fictitious Name
- Other _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please include a copy of cover letter with returned evidence. Thanks!

Authorized Amount: _____

Please note: If authorized amount is incorrect, please call Michelle at 518-213-0737.

Signature: _____

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ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY

2017 MAY -4 PM 2: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Conversion and the attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with Section 605.1045, Florida Statutes:

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is NEPTUNE RESEARCH, INC. (the "Corporation").
2. The "Other Business Entity" is a Florida profit corporation first incorporated under the laws of the State of Florida effective September 30, 1982 (Document No.: G03101).
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is: NEPTUNE RESEARCH, LLC.
4. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of §605.1043, F.S., in effecting the conversion.
5. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently incorporated.
6. The conversion shall be effective upon the filing of these Articles of Conversion with the Florida Department of State.

Signed this 4th day of May, 2017.

NEPTUNE RESEARCH, INC.

/s/ Christopher J. Lazzara

By: _____

Name: Christopher J. Lazzara

Title: Chief Executive Officer

NEPTUNE RESEARCH, LLC

/s/ Christopher J. Lazzara

By: _____

Name: Christopher J. Lazzara

Title: Manager

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**ARTICLES OF ORGANIZATION
FOR
NEPTUNE RESEARCH, LLC**

(A Florida Limited Liability Company)

2017 MAY -4 PM 2: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Revised Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:

**ARTICLE 1
NAME**

The name of the Limited Liability Company is NEPTUNE RESEARCH, LLC (the "Company").

**ARTICLE 2
DURATION**

The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**ARTICLE 3
NATURE OF BUSINESS**

The Company is organized for the purpose of transacting any and all lawful business permitted under the Act.

**ARTICLE 4
ADDRESS**

The initial principal office address and mailing address of the Company is 3875 Fiscal Court, Suite 100, Rivera Beach, Florida 33404.

**ARTICLE 5
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company is 3875 Fiscal Court, Suite 100, Rivera Beach, Florida 33404, and the name of the initial registered agent of the Company at that address is Christopher J. Lazzara.

**ARTICLE 6
MEMBERSHIP CERTIFICATES**

Each member's interest in the Company may be evidenced by a membership participation or unit certificate. No member of the Company may transfer, sell or assign its membership interest in the Company to any other person except as provided for in the Company's Operating Agreement.

**ARTICLE 7
INDEMNIFICATION**

The Company shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative by reason of the fact that he is or was manager, member, or officer of the Company, or is or was serving at the request of the Company as a manager, member, director, officer, trustee, employee, or agent of or in any other capacity with another company, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding.

Expenses (including attorney's fees) incurred by any member, manager, or officer in defending any civil, criminal, administrative, or investigative proceeding shall be paid by the Company in advance of the final disposition of such proceeding upon receipt of an undertaking (secured or unsecured as may be determined by the Company) by or on behalf of such member, manager, or officer to repay such amount if it shall ultimately be determined that such member, manager, or officer is not entitled to be indemnified by the Company as authorized in this Article. Such expenses (including attorneys' fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Company deems appropriate.

Notwithstanding the foregoing, indemnification or advancement of expenses shall not be made to or on behalf of any member, manager, officer, employee, or agent if a judgment or other final adjudication establishes that the actions, or omissions to act, of such member, manager, officer, employee, or agent were material to the cause of action so adjudicated and constitute any of the following:

- (a) A violation of criminal law, unless the member, manager, officer, employee, or agent had no reasonable cause to believe such conduct was unlawful.
- (b) A transaction from which the member, manager, officer, employee, or agent derived an improper personal benefit.
- (c) A distribution in violation of Section 605.0406 of the Act.
- (d) Willful misconduct or a conscious disregard for the best interests of the company in a proceeding by or in the right of the Company to procure a judgment in its favor or in a proceeding by or in the right of a member.
- (e) Recklessness, or an act or omission committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property in a proceeding by or in the right of someone other than the Company or a member.

The indemnification provided by this Article shall continue as to an indemnified person who has ceased to be a member, manager, officer, employee, or agent and shall inure to the benefit of the estate, heirs, personal representatives, beneficiaries, executors and administrators of such person. All rights to indemnification and advances under this Article shall be deemed to be a contract between the Company and each indemnified person at any time while this Article is in effect. Any repeal or modification of this Article or any repeal or modification of relevant provisions of the Act or any other applicable laws shall not in any way diminish the rights to indemnification of such indemnified person or the obligations of the Company arising hereunder for claims relating to matters occurring prior to the repeal or modification.

**ARTICLE 8
MANAGEMENT**

The Company shall be manager-managed in accordance with the Company's Operating Agreement. The initial managers of the company shall be Christopher J. Lazzara.

**ARTICLE 9
AMENDMENT**

The company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF the undersigned has executed these Articles as of the 4th day of May, 2017.

/s/ Christopher J. Lazzara

CHRISTOPHER J. LAZZARA, Authorized Person

(In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, Christopher J. Lazzara hereby accepts the appointment as registered agent and agrees to act in this capacity. Christopher J. Lazzara further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 605, F.S.

/s/ Christopher J. Lazzara

CHRISTOPHER J. LAZZARA

Dated: As of May 4, 2017

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2017 MAY -4 PM 2: 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA