

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM448173

<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>
Brakes Plus, Inc.		09/19/2017	Corporation: COLORADO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Brakes Plus, LLC		
<b>Street Address:</b>	1880 Southpark Drive		
<b>City:</b>	Birmingham		
<b>State/Country:</b>	ALABAMA		
<b>Postal Code:</b>	35244		
<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>	2656391	WHEN AMERICA SAYS "GIMME A BREAK", AMERI	
<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>Email:</b>	mdouglas@leakdouglas.com		
<b>Correspondent Name:</b>	Michael J Douglas		
<b>Address Line 1:</b>	17 20th Street North		
<b>Address Line 2:</b>	Suite 200		
<b>Address Line 4:</b>	Birmingham, ALABAMA 35203		
<b>NAME OF SUBMITTER:</b>	Michael J Douglas		
<b>SIGNATURE:</b>	/Michael J Douglas/		
<b>DATE SIGNED:</b>	10/23/2017		
<b>Total Attachments: 5</b>			
source=Conversion of Brakes Plus, Inc. to Brakes Plus, LLC (DE)#page1.tif			
source=Conversion of Brakes Plus, Inc. to Brakes Plus, LLC (DE)#page2.tif			
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source=Conversion of Brakes Plus, Inc. to Brakes Plus, LLC (DE)#page5.tif			

OP \$40.00 2656391

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A COLORADO CORPORATION UNDER THE NAME OF "BRAKES PLUS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BRAKES PLUS, INC." TO "BRAKES PLUS, LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF SEPTEMBER, A.D. 2017, AT 3:05 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

6548572 8100F  
SR# 20176230719

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

Authentication: 203250801  
Date: 09-19-17

**TRADEMARK**  
**REEL: 006187 FRAME: 0463**

**CERTIFICATE OF CONVERSION  
OF  
BRAKES PLUS, INC.**

This Certificate of Conversion of Brakes Plus, Inc., a Colorado corporation (the "Corporation") into Brakes Plus, LLC, a Delaware limited liability company (the "Delaware LLC"), has been duly executed and is being filed by the undersigned to convert a Colorado corporation to a Delaware limited liability company, pursuant to Title 6, Section 18-214 of the Delaware Limited Liability Act (the "Act").

1. The jurisdiction where the Corporation first formed is the State of Colorado.
2. The jurisdiction of the Corporation immediately prior to filing this Certificate is the State of Colorado.
3. The date the Corporation first formed is August 12, 1997.
4. The name of the Corporation immediately prior to filing this Certificate is Brakes Plus, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation filed herewith is Brakes Plus, LLC.

IN WITNESS WHEREOF, the undersigned, acting as an authorized person in accordance with the Act, executes this Certificate on behalf of the converting corporation as of this 14<sup>th</sup> day of September, 2017.



Dean P. Pisciotta  
As an Authorized Person

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "BRAKES PLUS, LLC" FILED IN THIS OFFICE ON THE NINETEENTH DAY OF SEPTEMBER, A.D. 2017, AT 3:05 O`CLOCK P.M.



Jeffrey W. Bullock, Secretary of State

6548572 8100F  
SR# 20176230719

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

Authentication: 203250801  
Date: 09-19-17

**TRADEMARK**  
**REEL: 006187 FRAME: 0465**

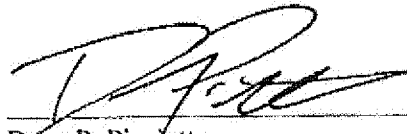
**CERTIFICATE OF FORMATION  
OF  
BRAKES PLUS, LLC**

The undersigned is executing this Certificate of Formation for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act (the "Act").

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

2. The address of the Company's registered office in Delaware is 1209 Orange Street, Corporation Trust Center, New Castle County, Wilmington, Delaware 19801. The name of the registered agent at that address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned, acting as an authorized person in accordance with the Act, executes this Certificate as of this 14<sup>th</sup> day of September, 2017.



Dean P. Pisciotta  
As an Authorized Person



# State of Delaware

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 898  
DOVER, DELAWARE 19903

9122574  
SHERMAN & HOWARD LLC  
633 SEVENTEENTH STREET  
SUITE 3000  
DENVER, CO 80202

07-21-2017

ATTN: ECORP

DESCRIPTION	AMOUNT
6486596 - BRAKES PLUS LLC - 11/18/2017 0100C Name Reserve; Charge	
Name Reservation Fee	\$75.00
TOTAL CHARGES	\$75.00
TOTAL PAYMENTS	\$75.00
BALANCE	\$0.00