

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM451528

<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>
Prestige Delivery Systems, Inc.		03/13/2014	Corporation: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Prestige Delivery Systems, LLC		
<b>Street Address:</b>	9535 Midwest Avenue		
<b>Internal Address:</b>	Suite 104		
<b>City:</b>	Cleveland		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44125		
<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>	4464991	PRESTIGE DELIVERY SYSTEMS, INC.	
<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>	2122942684		
<b>Email:</b>	trademarkny@winston.com		
<b>Correspondent Name:</b>	Becky L. Troutman		
<b>Address Line 1:</b>	101 California Street		
<b>Address Line 2:</b>	Winston @ Strawn LLP		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94111-5840		
<b>ATTORNEY DOCKET NUMBER:</b>	86387.6		
<b>NAME OF SUBMITTER:</b>	Becky L. Troutman		
<b>SIGNATURE:</b>	/Becky L. Troutman by trademarkny/		
<b>DATE SIGNED:</b>	11/20/2017		
<b>Total Attachments: 15</b>			
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## DECLARATION OF CONVERSION

Pursuant to the provisions of the Delaware Limited Liability Company Act and the Ohio Revised Code, the undersigned does hereby state as follows:

1. Prestige Delivery Systems, Inc. is an Ohio corporation (the "Converting Company");
2. The name of the entity into which the Converting Company will be converted is Prestige Delivery Systems, LLC, a Delaware limited liability company (the "New LLC");
3. The Certificate of Formation of the New LLC is attached hereto as Exhibit A;
4. The Member of the New LLC is PDS/2014 Holdings, Inc.
5. The Limited Liability Company Agreement of the New LLC is attached hereto as Exhibit B;
6. The terms of the conversion are as follows:
  - a. At the Effective Time (as defined below), the 89,900 issued and outstanding shares of capital stock of the Converting Company will be converted into the right to receive 89,900 units in the New LLC.
7. The Effective Time of the conversion shall be upon the filing of the Certificate of Conversion with the Delaware Secretary of State and the Certificate of Conversion with the Ohio Secretary of State; and
8. The Converting Company may abandon the proposed conversion by action of its authorized representative taken prior to the filing of the Certificate of Conversion pursuant to provisions of the Ohio Revised Code and the Delaware Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed this Declaration of Conversion this 13th day of March, 2014.

PRESTIGE DELIVERY SYSTEMS, INC.  
(Converting Company)

By:   
Joseph Bernon, President



\*201407200938\*

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/13/2014	201407200838	CONVERSION WITHIN SOS RECORDS (CVS)	125.00	300.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

BENESCH FRIEDLANDER COPLAN & ARONOFF LLP  
ATTN: DONNA FULLER  
200 PUBLIC SQUARE, SUITE 2300  
CLEVELAND, OH 44114

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

682438

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**PRESTIGE DELIVERY SYSTEMS, LLC**

and, that said business records show the filing and recording of:

Document(s)

**CONVERSION WITHIN SOS RECORDS**

Document No(s):

**201407200938**

Effective Date: 03/13/2014

CHANGE BUSINESS TYPE FOR, PROFIT LIM. LIAB. CO.



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 13th day of March, A.D. 2014.

*Jon Husted*

Ohio Secretary of State



Form 700 Prescribed by:  
**JON HUSTED**  
 Ohio Secretary of State

Central Ohio: (614) 466-3910  
 Toll Free: (877) SOS-FILE (767-3453)  
 www.OhioSecretaryofState.gov  
 Busserv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

Mail this form to one of the following:  
 Regular Filing (non expedite)  
 P.O. Box 1329  
 Columbus, OH 43216

Expedite Filing (Two-business day processing  
 time requires an additional \$100.00).  
 P.O. Box 1390  
 Columbus, OH 43216

**Certificate for Conversion for Entities Converting  
 Within or Off the Records of the Ohio Secretary of State**  
 Filing Fee: \$125

(CHECK ONLY ONE (1) BOX)

(1) <input checked="" type="checkbox"/> Converting <u>Within</u> The Records of the Ohio Secretary of State	(2) <input type="checkbox"/> Converting <u>Off</u> The Records of the Ohio Secretary of State (187-VXX)
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Name of the converting entity	Prestige Delivery Systems, Inc.
Jurisdiction of Formation	Ohio
Charter/Registration Number	682438
The converting entity is a: (Check Only (1) One Box)	
<input checked="" type="checkbox"/> Domestic Corporation (For-Profit or Nonprofit) <input type="checkbox"/> Foreign Corporation (For-Profit or Nonprofit) <input type="checkbox"/> Domestic Nonprofit Limited Liability Company <input type="checkbox"/> Foreign Nonprofit Limited Liability Company <input type="checkbox"/> Domestic For-Profit Limited Liability Company <input type="checkbox"/> Foreign For-Profit Limited Liability Company	<input type="checkbox"/> Partnership <input type="checkbox"/> Domestic Limited Partnership <input type="checkbox"/> Foreign Limited Partnership <input type="checkbox"/> Domestic Limited Liability Partnership <input type="checkbox"/> Foreign Limited Liability Partnership
The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.	

RECEIVED  
 SECRETARY OF STATE  
 2014 MAR 13 AM 10:53  
 CLIENT SERVICE CENTER

Name of the converted entity

Jurisdiction of Formation

The converted entity is a:  
(Check Only (1) One Box)

Domestic Corporation (For-Profit or Nonprofit)       Partnership

Foreign Corporation (For-Profit or Nonprofit)       Domestic Limited Partnership

Domestic Nonprofit Limited Liability Company       Foreign Limited Partnership

Foreign Nonprofit Limited Liability Company       Domestic Limited Liability Partnership

Domestic For-Profit Limited Liability Company       Foreign Limited Liability Partnership

Foreign For-Profit Limited Liability Company

Effective Date (Optional)  (The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)

Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.

Name

Mailing Address

             
City      State      Zip Code

Required information that must accompany conversion certificate if box 2 is checked

If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Mailing Address

             
City      State      Zip Code

If the agent is an individual using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

See instructions for additional filing requirements if

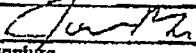
(1) the conversion creates a new domestic entity,

(2) the converted entity is a foreign entity that desires to transact business in Ohio; or

(3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

IN WITNESS WHEREOF, the conversion is authorized on behalf of the converting entity and that each person signing the certificate of conversion is authorized to do so.

Required  
Must be signed by an  
authorized representative.

  
Signature

By (if applicable)

Joseph Bemon, President  
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name





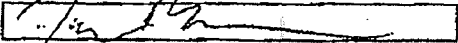
**AFFIDAVIT RELEASES FROM VARIOUS GOVERNMENTAL AUTHORITIES**

Prestige Delivery Systems, Inc.  
Exact Name of Corporation

If a foreign or domestic corporation licensed to transact business in Ohio is a converting entity, the certificate of conversion must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.811(B)(4) of the Revised Code, unless the converted new entity is a corporation licensed in Ohio.

Agency	Date Notified	Agency	Date Notified
Ohio Department of Taxation Dissolution Section 4455 Northland Ridge Blvd. Columbus, Ohio 43229	3/13/2014	Ohio Job & Family Services Status and Liability Section Data Correspondence Control Fax: 614-762-4811 Phone: 614-466-2319	3/13/2014
		Overnight: P.O. Box 182413 Columbus, OH 43218-2413	Regular: P.O. Box 182413 Columbus, OH 43218-2413
Agency Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, OH 43216	3/13/2014	Treasurer The treasurer of any county in which the corporation has personal property:	Date Notified
		Cuyahoga	3/13/2014

Note: This affidavit must be signed by one or more persons executing the certificate of conversion or by an officer of the corporation.

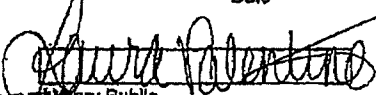
Signature  Title

Name

Mailing Address

City State Zip Code

Acknowledged before me and subscribed in my presence on   
Date

Seal  
  
LAURA VALENTINE, Notary Public  
Commission Expires   
Date

AFFIDAVIT OF PERSONAL PROPERTY

State of Ohio

County of Cuyahoga SS:

Joseph Bemon  
Name of Officer

President  
Title of Officer

of Prestige Delivery Systems, Inc.  
Name of Corporation

and that this affidavit is made in compliance with Section 1701.811(B)(4) of the Ohio Revised Code.

That above-named corporation: (Check one (1) of the following)

- Has no personal property in any county in Ohio
- Is the type required to pay personal property taxes to state authorities only
- Has personal property in the following county (ies)

Cuyahoga      \_\_\_\_\_      \_\_\_\_\_

and that the net assets of said corporation are sufficient to pay all personal property taxes accrued to date.

Signature: [Signature] Title: President

Acknowledged before me and subscribed in my presence on Date 3/13/14

Seal

[Signature]  
Notary Public

Expiration date of Notary Public's Commission Date 12-14-18

LAURA VALENTINE  
NOTARY PUBLIC, STATE OF OHIO  
MY COMMISSION EXPIRES 12/14/18

MAR. 11. 2014 2:18PM

NO. 4289 P. 2

**Ohio**

**Department of  
Taxation**

Taxpayer Services Division  
P.O. Box 182382  
Columbus, Ohio 43218-2382  
Phone: 888-405-4039  
TTY/IDD: 800-750-0750  
<http://tax.ohio.gov>

**CERTIFICATE OF TAX CLEARANCE**

This certificate certifies that the below stated entity has filed all tax returns and paid in full all taxes and fees administered by the tax commissioner through the certificate issue date indicated below. Additional tax liabilities may be billed and/or assessed at a later date as a result of an examination or audit for any periods ending prior to the date of dissolution.

**PRESTIGE DELIVERY SYSTEMS INC**

**Charter: 682438**

Certificate issue date: March 11, 2014

Joseph W. Testa  
Tax Commissioner

Note: This certificate must be filed along with all forms prescribed by the Ohio Secretary of State. For filing information, visit Ohio Secretary of State's web site at *OhioSecretaryofState.gov*.

**TRADEMARK**  
**REEL: 006209 FRAME: 0448**



# Delaware

PAGE 1

*The First State*

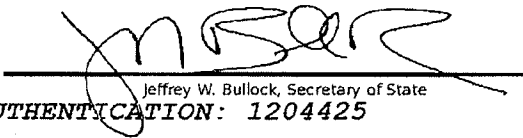
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN OHIO CORPORATION UNDER THE NAME OF "PRESTIGE DELIVERY SYSTEMS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PRESTIGE DELIVERY SYSTEMS, INC." TO "PRESTIGE DELIVERY SYSTEMS, LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF MARCH, A.D. 2014, AT 11:18 O'CLOCK A.M.

5497640 8100V

140326471

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1204425

DATE: 03-13-14

TRADEMARK  
REEL: 006209 FRAME: 0450

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:24 AM 03/13/2014  
FILED 11:18 AM 03/13/2014  
SKV 140326471 - 5497640 FILE

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

1. The jurisdiction where the Corporation was first formed is Ohio.
2. The jurisdiction immediately prior to filing this Certificate of Conversion is Ohio.
3. The date the Corporation was first formed is July 24, 1986.
4. The name of the Corporation immediately prior to filing this Certificate of Conversion is Prestige Delivery Systems, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Prestige Delivery Systems, LLC.

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting corporation, has executed this Certificate of Conversion on the 13th day of March, 2014.

PRESTIGE DELIVERY SYSTEMS, INC.

By: 

Joseph Bernon, President

# Delaware

PAGE 2

*The First State*


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 CERTIFICATE OF FORMATION OF "PRESTIGE DELIVERY SYSTEMS, LLC" FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF MARCH, A.D. 2014, AT 11:18 O'CLOCK A.M.



5497640 8100V

140326471

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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1204425

DATE: 03-13-14

TRADEMARK  
REEL: 006209 FRAME: 0452

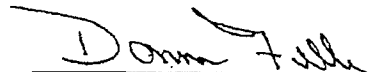


State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:24 AM 03/13/2014  
FILED 11:18 AM 03/13/2014  
SRV 140326471 - 5497640 FILE

CERTIFICATE OF FORMATION  
OF  
PRESTIGE DELIVERY SYSTEMS, LLC

1. The name of the limited liability company is Prestige Delivery Systems, LLC.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Prestige Delivery Systems, LLC this 13th day of March, 2014.

  
\_\_\_\_\_  
Donna Fuller, Authorized Person