

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM454498

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ASP Franchising, Inc.		02/27/2014	Corporation: GEORGIA
RECEIVING PARTY DATA			
Name:	ASP Franchising, LLC		
Street Address:	3986 Lake Street		
City:	Macon		
State/Country:	GEORGIA		
Postal Code:	31204		
Entity Type:	Limited Liability Company: GEORGIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3876563	ASP AMERICA'S SWIMMING POOL COMPANY	
CORRESPONDENCE DATA			
Fax Number:	4782548980		
<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:	4782547986		
Email:	ggreer@spgglaw.com		
Correspondent Name:	George S. Greer		
Address Line 1:	4875 Riverside Drive, Suite 200		
Address Line 4:	Macon, GEORGIA 31210		
NAME OF SUBMITTER:	George S. Greer		
SIGNATURE:	/George S. Greer/		
DATE SIGNED:	12/14/2017		
Total Attachments: 5			
source=Certificate of Conversion -- ASP Franchising#page1.tif			
source=Certificate of Conversion -- ASP Franchising#page2.tif			
source=Certificate of Conversion -- ASP Franchising#page3.tif			
source=Certificate of Conversion -- ASP Franchising#page4.tif			
source=Certificate of Conversion -- ASP Franchising#page5.tif			

OP \$40.00 3876563

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CONVERSION

I, **Brian P. Kemp**, The Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that a CERTIFICATE OF CONVERSION has been filed on February 27, 2014 converting

ASP FRANCHISING, INC.
a For-Profit Corporation

to

ASP FRANCHISING, LLC
a Georgia Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid. Conversion of the above-named entity is effective upon issuance of this certificate.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on February 27, 2014



A handwritten signature in black ink that reads "B: P. Kemp".

Brian P. Kemp
Secretary of State

Tracking #: onDKACiG

CERTIFICATE OF ELECTION
TO BECOME A LIMITED LIABILITY COMPANY
UNDER THE
GEORGIA LIMITED LIABILITY COMPANY ACT

FILED FEB 28 AM 9:23
14 FEB 29 AM 9:23
RECEIVED
SECRETARY OF STATE
SOUTH GA OFFICE

ARTICLE I

The name of the entity making the election under O.C.G.A. § 14-11-212 is ASP FRANCHISING, INC., a Georgia corporation organized under the laws of the State of Georgia. It is referred to in this Certificate of Election as "Entity." The Entity filed its original Articles of Incorporation with the Secretary of State of Georgia on January 11, 2006.

ARTICLE II

The Entity elects to become a limited liability company under the Georgia Limited Liability Company Act, O.C.G.A. § 14-11-100 et seq.

ARTICLE III

This election shall become effective upon the filing of this Certificate of Election.

ARTICLE IV

This election has been approved by all of the Shareholders of the Entity in accordance with O.C.G.A. § 14-11-212(a) and O.C.G.A. § 14-2-1109.1.

ARTICLE V

With this Certificate of Election, Articles of Organization in the form required by O.C.G.A. § 14-11-204 are being filed with the Secretary of State of the State of Georgia, using a name that satisfies the requirements of O.C.G.A. § 14-11-207, and that such articles shall govern the limited liability company being formed by this election, unless and until modified in accordance with the Georgia Limited Liability Company Act.


ARTICLE VI

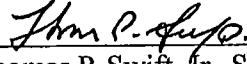
The members of the Limited Liability Company being formed from the Entity, pursuant to this election, have entered into an operating agreement that is effective immediately upon the effectiveness of this election, and such operating agreement provides for the basis and method of converting the ownership interests as they existed in the Entity prior to this election into the respective ownership interests of members in the limited liability company being formed by this election.

IN WITNESS WHEREOF, this Certificate, ~~FILED~~ ^{RECEIVED} FEB 20 AM 9:29, of the State of Georgia, has become a limited liability company under the Georgia Limited Liability Company Act has been executed on this 27 day of February, 2014.

RECEIVED
SECRETARY OF STATE
SOUTH GA OFFICE

ASP FRANCHISING, INC.

By: 
Stewart C. Vernon, Founder / CEO

Attest: 
Thomas P. Swift, Jr., Secretary



Brian P. Kemp
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
237 Coliseum Drive
Macon, Georgia 31217-3858
(404) 656-2817

Registered agent, officer, entity status information via the Internet
sos.georgia.gov/corporations

TRANSMITTAL INFORMATION
GEORGIA LIMITED LIABILITY COMPANY

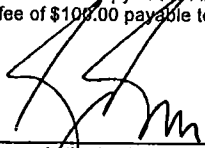
IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: jmyers@spggglaw.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1.	LLC Name Reservation Number (If one has been obtained; if articles are being filed without prior reservation, leave this line blank) ASP Franchising, LLC				
	LLC Name (List exactly as it appears in articles)				
2.	George S. Greer				478-254-7986
	Name of person filing articles (certificate will be mailed to this person, at address below)				Telephone Number
	P.O. Box 899				
	Address				
	Macon,	GA	31202		
	City	State	Zip Code		
3.	3986 Lake Street				
	Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box)				
	Macon,	GA	31204		
	City	State	Zip Code		
4.	Stewart C. Vernon				
	Name of LLC's Registered Agent in Georgia				
	3986 Lake Street				
	Registered Office Street Address of LLC in Georgia (Post office box or mail drop not acceptable for registered office address)				
	Macon,	Bibb	GA	31204	
	City	County	State	Zip Code	
5.	Name and Address of each organizer (Attach additional sheets if necessary)				
	George S. Greer	P.O. Box 899	Macon	GA	31202
	Organizer	Address	City	State	Zip Code
	Organizer	Address	City	State	Zip Code
6.	Mail the following items to the Secretary of State at the above address:				
	1) This transmittal form				
	2) Original and one copy of the Articles of Organization				
	3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.				
	 Authorized Signature				2.27.14 Date
	Member, Manager, Organizer or Attorney-in-fact (Circle one)				
	Request certificates and obtain entity information via the Internet: sos.georgia.gov/corporations				

FORM 231

ARTICLES OF ORGANIZATION

OF 1 FEB 28 AM 9:23

RECEIVED
SECRETARY OF STATE
SOUTH GA OFFICE
ASP FRANCHISING, LLC

The undersigned, acting as the sole organizer of a limited liability company under the Georgia Limited Liability Company Act (the "Act"), does hereby adopt the following Articles of Organization for ASP FRANCHISING, LLC (the "Company"):

ARTICLE I

The name of the Company is ASP FRANCHISING, LLC.

ARTICLE II

The management of the Company is vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 27 day of February, 2014.



George S. Greer, Organizer