

900434294 01/03/2018

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM456769

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	Entity Conversion and Change of Name <i>CHE 1-16-18</i>		
RESUBMIT DOCUMENT ID:	900433474		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
K-2 Corporation		06/17/2017	Corporation: INDIANA
RECEIVING PARTY DATA			
Name:	K2 Sports, LLC		
Street Address:	413 Pine Street		
City:	Seattle		
State/Country:	WASHINGTON		
Postal Code:	98101		
Entity Type:	Limited Liability Company: INDIANA		
PROPERTY NUMBERS Total: 73			
Property Type	Number	Word Mark	
Registration Number:	2310430	ARCTEC	
Registration Number:	3065339		
Registration Number:	2390080	ATLAS SNOW-SHOE COMPANY	
Registration Number:	2521493	ATLAS SNOW-SHOE COMPANY	
Registration Number:	3207309	CINCH	
Registration Number:	5251832	CLICKER	
Registration Number:	3837370	CONTROL WINGS	
Registration Number:	4254084	ELEKTRA	
Registration Number:	2801473	FATTY	
Registration Number:	5062793	FLEX TRK	
Registration Number:	3321157	FT	
Registration Number:	3140396	FULL TILT	
Registration Number:	4182039	I AM A SKIER	
Registration Number:	4182040	I AM A SKIER	
Registration Number:	5100800	IK2ONIC	
Registration Number:	0781708	K2	
Registration Number:	1009280	K2	
Registration Number:	1028210	K2	

Property Type	Number	Word Mark
Registration Number:	1010160	K2
Registration Number:	1011709	K2
Registration Number:	1817410	K2
Registration Number:	1744540	K2
Registration Number:	1973864	K2
Registration Number:	3872472	K2
Registration Number:	2821301	K2
Registration Number:	3053641	K2 ALLIANCE
Registration Number:	3205246	K2 ALLIANCE
Registration Number:	1014930	K2
Registration Number:	1014929	K2
Registration Number:	1190062	K2
Registration Number:	1736575	K2
Registration Number:	1973187	K2
Registration Number:	3577491	K2 SPORTS
Registration Number:	4012770	K2 SPORTS
Registration Number:	4091268	K2 SPORTS
Registration Number:	4088207	K2 SPORTS
Registration Number:	5171912	K2ONIC
Registration Number:	2111128	LINE
Registration Number:	4619485	LINE
Registration Number:	4619486	LINE
Registration Number:	4619487	LINE
Registration Number:	4099417	LINE TRAVELING CIRCUS
Registration Number:	4084314	LINE TRAVELING CIRCUS
Registration Number:	4178050	LINE TRAVELING CIRCUS
Registration Number:	4190805	LINE TRAVELING CIRCUS
Registration Number:	2927086	LITTLE BEAR
Registration Number:	4600839	MACHETE
Registration Number:	2771730	
Registration Number:	4165726	MM
Registration Number:	2779613	MM MORROWSNOWBOARDS
Registration Number:	2022859	MORROW
Registration Number:	4165727	MORROW
Registration Number:	1168559	OMNITRAK
Registration Number:	2711124	POWDERIDGE
Registration Number:	3905589	POWDERIDGE SNOWSHOES
Registration Number:	2305322	QUICK-STEP BINDING

Property Type	Number	Word Mark
Registration Number:	1878248	RIDE
Registration Number:	4431131	RIDE
Registration Number:	5291919	RIDE R
Serial Number:	86902324	RIDE R
Registration Number:	3812158	
Registration Number:	3285140	SLIMEWALLS
Registration Number:	2729302	SOFTBOOT
Registration Number:	3157442	STORM
Registration Number:	3761307	SWEET LUV
Registration Number:	3126799	TALON
Registration Number:	4054860	THE ORIGINAL SOFTBOOT
Registration Number:	3761306	TRUE LUV
Registration Number:	2325230	TUBBS
Registration Number:	1872631	TUBBS SNOWSHOES
Registration Number:	3893168	TUBBS SNOWSHOES EST. 1906
Registration Number:	4916444	VIRTUE
Registration Number:	5324754	VORTECH

CORRESPONDENCE DATA

Fax Number: 2067577097

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.

Phone: 2067578097

Email: michaelamalone@dwt.com, cindycaditz@dwt.com,
ronrutherford@dwt.com

Correspondent Name: Cindy L. Caditz

Address Line 1: 1201 Third Avenue, Suite 2200

Address Line 4: SEATTLE, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:	91398-15
NAME OF SUBMITTER:	Cindy L. Caditz
SIGNATURE:	/Cindy Caditz/
DATE SIGNED:	01/03/2018

Total Attachments: 10

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State of Indiana
Office of the Secretary of State

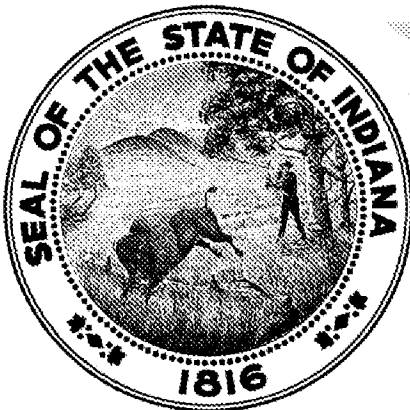
Certificate of Conversion
of
K-2 CORPORATION

I, CONNIE LAWSON, Secretary of State, hereby certify that Articles of Conversion of the above Domestic For-Profit Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

The name following said transaction will be:

K2 SPORTS, LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, June 16, 2017.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, June 20, 2017

Connie Lawson

CONNIE LAWSON
SECRETARY OF STATE

197009-340 / 7629316

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>



**ARTICLES OF ENTITY CONVERSION
CONVERSION OF A CORPORATION
INTO A LIMITED LIABILITY COMPANY**

State Form 51578 (R4 / 7-16)
Approved by State Board of Accounts, 2016

Indiana Code 23-1-18-3

FILING FEE: \$30.00

**ARTICLES OF CONVERSION
OF**

K-2 Corporation

(hereinafter "Non-surviving Corporation")

INTO

K2 Sports, LLC

(hereinafter "Surviving LLC")

ARTICLE I PLAN OF ENTITY CONVERSION

- a. Please set forth the Plan of Conversion, containing such information as required by Indiana Code 23-1-38.5-11 and Indiana Code 23-1-38.5-12, attach herewith, and designate it as "Exhibit A."

The following is basic information that must be included in the Plan of Entity Conversion: (please refer to Indiana Code 23-1-38.5-12 for a more complete listing of requirements before submitting the plan).

- A statement of the type of business entity that Surviving LLC will be and, if it will be a foreign non-corporation, its jurisdiction of organization;
 - The terms and conditions of the conversion;
 - The manner and basis of converting the shares of Non-surviving Corporation into the interests, securities, obligations, rights to acquire interests or other securities of Surviving LLC following its conversion; and
 - The full text, as in effect immediately after the consummation of the conversion, of the organic document (if any) of Surviving LLC.
- If, as a result of the conversion, one or more shareholders of Non-surviving Corporation would be subject to owner liability for debts, obligations, or liabilities of any other person or entity, those shareholders must consent in writing to such liabilities in order for the Plan of Merger to be valid.

- b. Please read and sign the following statement.

I hereby affirm under penalty of perjury that the plan of conversion is in accordance with the Articles of Incorporation or bylaws of Non-surviving Corporation and is duly authorized by the shareholders of Non-surviving Corporation as required by the laws of the State of Indiana.

Signature 	Printed Name Bradford R. Turner	Title Chief Legal Officer and Corporate Secretary
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ARTICLE II NAME AND DATE OF INCORPORATION OF NON-SURVIVING CORPORATION

- a. The name of Non-surviving Corporation immediately before filing these Articles of Entity Conversion is the following:

K-2 Corporation

- b. The date on which Non-surviving Corporation was incorporated in the State of Indiana is the following (month, day, year):

September 22, 1970

ARTICLE III NAME AND PRINCIPLE OFFICE OF SURVIVING LLC

- a. The name of Surviving LLC is the following:

- (Please note pursuant to Indiana Code 23-18-2-8, this name must include the words "Limited Liability Company", "L.L.C.", or "LLC".)
- (If Surviving LLC is a foreign LLC, then its name must adhere to the laws of the state in which it is domiciled.)

K2 Sports, LLC

- b. The address of Surviving LLC's Principal Office is the following:

Street Address (number and street) 413 Pine Street	City Seattle	State WA	ZIP code 98101
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INDIANA SECRETARY OF STATE
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ARTICLE IV REGISTERED OFFICE AND AGENT OF SURVIVING LLC

Registered Agent: The name and street address of Surviving LLC's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent

Corporation Service Company

Address of Registered Office (number and street or building)

135 North Pennsylvania Street, Suite 160

City

Indianapolis

State

Indiana

ZIP code

46204

ARTICLE V - JURISDICTION OF SURVIVING LLC AND CHARTER SURRENDER OF NON-SURVIVING CORPORATION

JURISDICTION

Please state the jurisdiction in which Surviving LLC will be organized and governed.

Indiana

CHARTER SURRENDER (Please complete this section only if Surviving LLC is organized outside of Indiana.)

If the jurisdiction stated above is not Indiana, please set forth the Articles of Charter Surrender for the Non-surviving Corporation and attach herewith as "Exhibit B."

Pursuant to Indiana Code 23-1-38.5-14, the Articles of Charter Surrender must include:

1. The name of Non-surviving Corporation;
2. A statement that the Articles of Charter Surrender are being filed in connection with the conversion of Non-surviving Corporation into an LLC that will be organized in a jurisdiction other than the State of Indiana;
3. A signed statement under penalty of perjury that the conversion was duly approved by the shareholders of Non-surviving Corporation in a manner required by Indiana Law and consistent with the Articles of Incorporation or the bylaws of Non-surviving Corporation;
4. The jurisdiction under which the Surviving LLC will be organized; and
5. The address of Surviving LLC's executive office.

ARTICLE VI DISSOLUTION OF SURVIVING LLC

Please indicate when dissolution will take place in Surviving LLC:

- ☐ The latest date upon which Surviving LLC is to dissolve is _____ OR
☒ Surviving LLC is perpetual until dissolution.

ARTICLE VII MANAGEMENT OF SURVIVING LLC

Surviving LLC will be managed by:

- ☒ The members of Surviving LLC, OR
☐ A manager or managers

In Witness Whereof, the undersigned being an officer or other duly authorized representative of Non-surviving Corporation executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true,

this 16th day of June, 20 17

Required:

- ☒ By checking the box, the Signator(s) represent(s) that the registered agent named in the application has consented to the appointment of registered agent.

Signature



Printed name

Bradford R. Turner

Title

Chief Legal Officer and Corporate Secretary

EXHIBIT A

Plan of Conversion

[see next page]

PLAN OF ENTITY CONVERSION

of

**K-2 Corporation,
an Indiana corporation,**

to

**K2 Sports, LLC
an Indiana limited liability company**

PLAN OF ENTITY CONVERSION

THIS PLAN OF ENTITY CONVERSION, is made and entered into as of June 16, 2017, by K-2 Corporation, an Indiana corporation.

WITNESSETH:

WHEREAS, K-2 Corporation deems it advisable to convert to an Indiana limited liability company pursuant to this Plan of Entity Conversion in accordance with the Indiana Code 23-1-38.5; and

WHEREAS, the Board of Directors and shareholder of K-2 Corporation have approved this Plan of Entity Conversion;

NOW, THEREFORE, K-2 Corporation hereby sets forth the details for such conversion as follows:

ARTICLE ONE THE CONVERSION

Section 1.01. The Conversion. Pursuant to the terms and provisions of this Plan of Entity Conversion and Indiana law, K-2 Corporation shall convert to K2 Sports, LLC (the "**Conversion**"). The Conversion shall be effective at 12:01 a.m. on the date on which this Plan of Entity Conversion is filed in the Office of the Indiana Secretary of State (the "**Effective Time**").

Section 1.02. Non-Surviving Corporation. K-2 Corporation shall be the non-surviving corporation under the Conversion and its corporate identity and existence, separate and apart from K2 Sports, LLC, shall cease on consummation of the Conversion.

Section 1.03. Surviving LLC. K2 Sports, LLC shall be the surviving limited liability company in the Conversion. It shall be an Indiana limited liability company.

ARTICLE TWO TERMS OF THE CONVERSION AND MANNER OF CONVERTING THE SHARES

Section 2.01. Effect of the Conversion. The Conversion shall have all of the effects provided by Indiana Code 23-1-38.5.

Section 2.02. Conversion of Shares. At the Effective Time:

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INDIANA SECRETARY OF STATE
RECEIVED

(a) Each of the 110,000 shares of common stock of K-2 Corporation (the "**K-2 Corporation Common**") that are issued and outstanding immediately prior to the Effective Time shall thereupon and without further action be converted into the right to receive one (1) unit ("**Unit**") of limited liability company interests in K2 Sports, LLC (the "**Conversion Consideration**").

(b) All of the outstanding shares of K-2 Corporation Common, by virtue of the Conversion and without any action on the part of the holders thereof, shall be deemed to have been converted into the Conversion Consideration. Each holder of any certificate or certificates, which immediately prior to the Effective Time represented outstanding shares of K-2 Corporation Common (the "**Certificate**" or "**Certificates**"), shall thereafter cease to have any rights with respect to such shares, except the right of such holders to receive, without interest, the Conversion Consideration upon the surrender of such Certificate or Certificates in accordance herewith. K2 Sports, LLC shall deliver to each K-2 Corporation shareholder one (1) Unit of limited liability company interest of K2 Sports, LLC for each share of K-2 Corporation Common delivered to K2 Sports, LLC by such K-2 Corporation shareholder.

(c) Each share of K-2 Corporation Common, if any, held in the treasury of K-2 Corporation or by any direct or indirect subsidiary of K-2 Corporation immediately prior to the Effective Time shall be canceled.

(d) Each K-2 Corporation shareholder shall deliver to K2 Sports, LLC all Certificates representing K-2 Corporation Common or other evidence of ownership in K-2 Corporation.

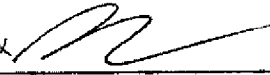
ARTICLE THREE **AMENDMENT; TERMINATION; ASSIGNMENT**

Section 3.01. Organic Documents of Surviving Entity. The Articles of Entity Conversion, as filed with the Indiana Secretary of State, shall constitute the public organic document of K2 Sports, LLC, unless and until amended pursuant to Indiana law.

Section 3.02. Liability of Shareholders. This Plan of Entity Conversion does not impose upon any shareholder of K-2 Corporation any liability for the debts, obligations or liabilities of any other person or entity.

IN WITNESS WHEREOF, K-2 Corporation has executed this Plan of Entity Conversion as of the day and year first above written.

K-2 Corporation

By 
Name: Bradford R. Turner
Title: Chief Legal Officer and Corporate Secretary

[Signature Page to IN Plan of Entity Conversion]



**ARTICLES OF ORGANIZATION
DOMESTIC LIMITED LIABILITY COMPANY**

State Form 49459 (R6 / 8-16)
Approved by State Board of Accounts, 2018

Indiana Code 23-18-2-4
23-18-12-3

FILING FEE: \$100.00

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a Limited Liability Company (*hereinafter referred to as "LLC"*) pursuant to the provisions of the Indiana Business Flexibility Act, executes the following Articles of Organization.

ARTICLE I - NAME AND PRINCIPAL OFFICE

Name of LLC (*The name must include the words Limited Liability Company or an abbreviation thereof.*)

K2 Sports, LLC

Address of Principal Office (*number and street - PO box not accepted*)

413 Pine Street

City

Seattle

State

WA

ZIP code

98101

ARTICLE III - REGISTERED OFFICE AND AGENT

Registered Agent: The name and street address of the LLC's Registered Agent and Registered Office for service of process are:

Name of Registered Agent (*Cannot be the LLC itself.*)

Corporation Service Company

Address of Registered Office (*number and street or building - PO box not accepted*)

135 North Pennsylvania Street, Suite 1810

City

Indianapolis

State

IN

ZIP code

46204

Required:



By checking the box, the Signator(s) represent(s) that the Registered Agent named in the application has consented to the appointment of Registered Agent.

ARTICLE III - DISSOLUTION



The LLC is perpetual until dissolution.

OR



The latest date upon which the LLC is to dissolve (*month, day, year*): _____

ARTICLE IV - MANAGEMENT

The LLC will be managed by its manager or managers.

☐ Yes

☒ No

☒ The LLC will be a single member LLC (*optional*).

In Witness Whereof, the undersigned executes these Articles of Organization and verifies, subject to penalties of perjury, that the statements contained herein are true, this 16th day of June 2017

Signature

Printed name

Bradford R. Turner

This instrument was prepared by (name):

Kyle Cunnion

Address (*number and street, city, state, and ZIP code*)

c/o Jones Day, 1420 Peachtree Street NE, Suite 800, Atlanta, Georgia 30309

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INDIANA SECRETARY OF STATE



413 Pine Street, #3
Seattle, WA 98101
800-426-1617

Approved and Filed
197009-340/7629316
Filing Date: 06/20/2017
Effective :06/16/2017 16:54
CONNIE LAWSON
Indiana Secretary of State


CONSENT TO USE OF NAME

To: Secretary of State of Indiana:

K-2 Corporation, an Indiana corporation (Business ID 197009-340) (the "Corporation") and owner of the Indiana registration for the assumed name "K2 SPORTS," does hereby consent to use of the name "K2 Sports, LLC" by the Corporation in connection with the Corporation's conversion to an Indiana limited liability company.

As of the 16th day of June, 2017.

K-2 CORPORATION

By: 

Name: Bradford R. Turner

Title: Chief Legal Officer and Corporate Secretary

NAI-150277275747



www.k2sports.com

RECORDED: 12/26/2017

TRADEMARK
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