

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM468118

<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>
Onnit Labs, LLC		03/27/2018	Limited Liability Company:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Onnit Labs, Inc.		
<b>Street Address:</b>	4401 Freidrich Lane, Ste. 302		
<b>Internal Address:</b>	Ste. 302		
<b>City:</b>	Austin		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78744		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 44</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87705410	TOTAL HUMAN	
<b>Serial Number:</b>	86510661	BURN FAT-A-LATTE	
<b>Serial Number:</b>	86306372	SENTIENT SAVAGE	
<b>Serial Number:</b>	86745504	PALEO FLOUR	
<b>Serial Number:</b>	86745484	PALEO FLOUR	
<b>Serial Number:</b>	86551822	TOTAL HUMAN OPTIMIZATION	
<b>Serial Number:</b>	86551649	TOTAL HUMAN OPTIMIZATION	
<b>Serial Number:</b>	86551607	TOTAL HUMAN OPTIMIZATION	
<b>Serial Number:</b>	86551686	TOTAL HUMAN OPTIMIZATION	
<b>Serial Number:</b>	86079824	EGN	
<b>Serial Number:</b>	86577775	NIGHTTIME COFFEE	
<b>Serial Number:</b>	86577750	NIGHT COFFEE	
<b>Serial Number:</b>	86607666	MULTI-MAT	
<b>Serial Number:</b>	86598365	FLOW GUM	
<b>Serial Number:</b>	86446628	LEGEND BELLS	
<b>Serial Number:</b>	86446584	VIRUTECH	
<b>Serial Number:</b>	86440051	T+	
<b>Serial Number:</b>	86319196	EARTH GROWN NUTRIENTS	

OP \$1115.00 87705410

Property Type	Number	Word Mark
Serial Number:	86302794	ZOMBIE BELLS
Serial Number:	86024456	D DIGESTECH
Serial Number:	86018337	DIGESTECH
Serial Number:	85946025	SHROOM TECH
Serial Number:	85925456	HEMP FORCE
Serial Number:	85925231	ALPHA BRAIN
Serial Number:	85916293	STRON BONE
Serial Number:	85916155	PRIMAL BELLS
Serial Number:	85916077	NEW MOOD
Serial Number:	85896827	NN
Serial Number:	85896324	T +
Serial Number:	85894355	TRILOGY BUTTER
Serial Number:	85892940	ONNIT
Serial Number:	85696321	TPC
Serial Number:	85643827	HEMP FORCE
Serial Number:	85643321	PRIMAL BELLS
Serial Number:	85543448	STRON BONE
Serial Number:	85469868	ONNIT
Serial Number:	85426389	NEW MOOD
Serial Number:	85417831	SHROOM TECH
Serial Number:	85341583	ALPHA BRAIN
Serial Number:	85567670	BEE UP!
Serial Number:	85643823	RADI SHIELD
Serial Number:	85555865	OMNIGEST
Serial Number:	85111237	ROLLON
Serial Number:	85109441	ROLLOVER

**CORRESPONDENCE DATA**

**Fax Number:** 7138271438

*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:** (713) 827-1722

**Email:** tchheda@selmanmunson.com

**Correspondent Name:** Tim D. Chheda

**Address Line 1:** 9821 Katy Freeway, Ste. 875

**Address Line 2:** Ste. 875

**Address Line 4:** Houston, TEXAS 77024

**NAME OF SUBMITTER:** Tim D. Chheda

**SIGNATURE:** /Tim D. Chheda/

<b>DATE SIGNED:</b>	04/02/2018
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**Total Attachments: 5**  
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source=DEConversion#page1.tif  
source=DEConversion#page2.tif



**Office of the Secretary of State**

**CERTIFICATE OF CONVERSION**

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Onnit Labs LLC  
File Number: 801270105

Converting it to

Onnit Labs, Inc.  
File Number: [Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 03/27/2018

Effective: 03/31/2018 11:59 pm



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos  
Secretary of State

**FILED**  
In the Office of the  
Secretary of State of Texas  
**MAR 27 2018**  
Corporations Section

**CERTIFICATE OF CONVERSION  
FOR  
ONNIT LABS, LLC**

This Certificate of Conversion is filed by Onnit Labs, LLC pursuant to Subchapter D of Chapter 10 of the Texas Business Organizations Code.

**ARTICLE ONE  
CONVERTING ENTITY INFORMATION**

The name of the Converting Entity is Onnit Labs, LLC ("Converting Entity"), and its jurisdiction of formation is Texas. The date of formation of Converting Entity is May 17, 2010, and the file number issued to it by the Secretary of State is 801270105. Converting Entity is converting to a Delaware corporation named Onnit Labs, Inc. ("Converted Entity").

**ARTICLE TWO  
PLAN OF CONVERSION**

Onnit Labs, LLC, a Texas limited liability company, is electing to convert to Onnit Labs, Inc., a Delaware corporation, pursuant to a Plan of Conversion.

Converting Entity certifies that a signed Plan of Conversion is on file at the principal place of business of Converting Entity at 4401 Freidrich Lane, Suite 302, Austin, TX 78744. After the conversion, a signed Plan of Conversion will be on file at the principal place of business of Converted Entity at 4401 Freidrich Lane, Suite 302, Austin, TX 78744. A copy of this Plan of Conversion will be provided without charge, on written request, to any member of the Converting Entity before the conversion is effective or to any shareholder of the Converted Entity after the conversion is effective.

**ARTICLE THREE  
APPROVAL**

The Plan of Conversion has been approved as required by the laws of the State of Texas, the laws of the State of Delaware, and the Amended and Restated Company Agreement of Onnit Labs, LLC effective May 31, 2013, as amended.

**ARTICLE FOUR  
TAX CERTIFICATE**

In lieu of providing the tax certificate, the Converted Entity is liable for the payment of any franchise taxes.

**TRADEMARK  
REEL: 006310 FRAME: 0669**

**ARTICLE FIVE  
EFFECTIVE DATE OF CONVERSION**

The conversion of Onnit Labs, LLC to Onnit Labs, Inc. shall become effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is March 31, 2018 at 11:59 pm CDT.

ONNIT LABS, LLC

By:

  
Aubrey Marcus, Managing Member

# Delaware

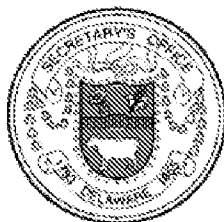
The First State


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 TEXAS LIMITED LIABILITY COMPANY UNDER THE NAME OF "ONNIT LABS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "ONNIT LABS, LLC" TO "ONNIT LABS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2018, AT 11:07 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2018 AT 11:59 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



  
Jeffrey W. Bullock, Secretary of State

6817209 8100F  
SR# 20182213722

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

Authentication: 202399490  
Date: 03-27-18

**TRADEMARK**  
**REEL: 006310 FRAME: 0671**

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A TEXAS LIMITED LIABILITY COMPANY TO A  
DELAWARE CORPORATION PURSUANT TO SECTION 265  
OF THE DELAWARE GENERAL CORPORATION LAW**

1. The jurisdiction where the Limited Liability Company first formed is Texas.
2. The jurisdiction immediately prior to filing this Certificate is Texas.
3. The date the Limited Liability Company was first formed is May 17, 2010.
4. The name of the Limited Liability Company immediately prior to filing this Certificate is Onnit Labs, LLC.
5. The name of the Corporation as set forth in the Certificate of Incorporation is Onnit Labs, Inc.
6. The effective time of this Certificate of Conversion shall be 11:59 pm EDT on March 31, 2018.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company have executed this Certificate on the 27th day of March, 2018.

ONNIT LABS, LLC

By: 

Aubrey Marcus, Managing Member