

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM472932

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Franklin Electric Sales, Inc.		12/28/2009	Corporation: INDIANA
RECEIVING PARTY DATA			
Name:	Franklin Electric Sales LLC		
Street Address:	400 E. Spring St		
City:	Bluffton		
State/Country:	INDIANA		
Postal Code:	46714		
Entity Type:	Corporation: INDIANA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2398432	TYPHOON	
CORRESPONDENCE DATA			
Fax Number:	3172317433		
<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:	3172361313		
Email:	oclavio@btlaw.com		
Correspondent Name:	Olivia M. Clavio		
Address Line 1:	11 South Meridian Street		
Address Line 4:	Indianapolis, INDIANA 46204-3535		
ATTORNEY DOCKET NUMBER:	9327-263864		
NAME OF SUBMITTER:	OLIVIA M CLAVIO		
SIGNATURE:	/OClavio/		
DATE SIGNED:	05/07/2018		
Total Attachments: 5			
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source=Franklin Electric Sales INC to LLC#page2.tif			
source=Franklin Electric Sales INC to LLC#page3.tif			
source=Franklin Electric Sales INC to LLC#page4.tif			

OP \$40.00 2398432



ARTICLES OF ENTITY CONVERSION:

Conversion of a Corporation into a Limited Liability Company
State Form 51576 (1-04)
Approved by State Board of Accounts, 2004

RECEIVED
CORPORATIONS DIV.

09 DEC 21 AM 10:57

TODD ROKITA
SECRETARY OF STATE
CORPORATE DIVISION
302 W. Washington Street, Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

INSTRUCTIONS: Use 8 1/2" x 11" white paper for attachments.
Present original and one copy to the address in upper right corner of this form.
Please TYPE or PRINT.
Please visit our office on the web at www.sos.in.gov.

Indiana Code 23-1-18-3
FILING FEE \$30.00

RECEIVED
SECRETARY OF STATE
09 DEC 28 AM 9:42

APPROVED AND FILED IND. SECRETARY OF STATE	ARTICLES OF CONVERSION OF <u>Franklin Electric Sales, Inc.</u> <i>(hereinafter "Non-surviving Corporation")</i>
	INTO <u>Franklin Electric Sales LLC</u> <i>(hereinafter "Surviving LLC")</i>

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: Angela M. Hughes Printed Name: Angela M. Hughes Title: Corporate Counsel

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:
Franklin Electric Sales, Inc.
- b. The date on which Non-surviving Corporation was incorporated in the State of Indiana is the following: 2003

ARTICLE III: NAME AND PRINCIPAL OFFICE OF SURVIVING LLC

- a. The name of Surviving LLC is the following:
Franklin Electric Sales LLC
- (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).
- b. The address of Surviving LLC's Principal Office is the following:

Street Address	City	State	Zip Code
<u>400 E. Spring St.</u>	<u>Bluffton</u>	<u>IN</u>	<u>46714</u>

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

CSC

Address of Registered Office (street or building)

251 E. Ohio St., Suite 500

City

Indianapolis

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:

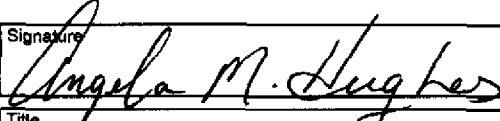
- The latest date upon which Surviving LLC is to dissolve is _____ OR
 Surviving LLC is perpetual until dissolution.

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 December, 20 09.

Signature 	Printed Name Angela M. Hughes
Title Corporate Counsel	

INDIANA SECRETARY OF STATE
RECEIVED
2009 DEC 28 AM 9:42



Franklin Electric

EXHIBIT A

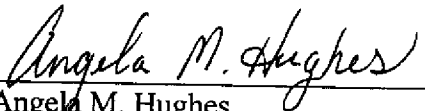
December 22, 2009

Indiana Secretary of State
302 W. Washington Street – Rm. E018
Indianapolis, IN 46204

To Whom It May Concern:

Pursuant to Indiana Code 23-1-38.5-12; below is the information required for the Plan of Entity Conversion;

- 1) 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 Surviving LLC is an Indiana Limited Liability Company.**
- 2) The terms and conditions of the conversion; **Franklin Electric Co., Inc. will continue to be the sole owner of Surviving LLC.**
- 3) The manner and basis of concerting the shares of the Non-Surviving Corporation into the interests, securities, obligations, rights to acquire interest or other securities of the Surviving LLC following its conversion; and - **The shares of the Non-Surviving Corporation shall be converted into membership interests of the Surviving LLC on a 1 to 1 basis.**
- 4) The full text, as in effect immediately after the consummation of the conversion, of the organic document (if any) of surviving LLC. **Attached**
- 5) If, as a result of the conversion, one or more shareholders of Non-surviving Corporation would be subject to owner liability or 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. **The Parent is not going to be responsible for the liabilities of the Surviving LLC. The Surviving LLC will provide you with the same limitation of liability protection as existed when you had the Non-Surviving Corporation.**



Angela M. Hughes

Corporate Counsel, Governance Manager & Assistant Corporate Secretary

400 E. SPRING STREET, BLUFFTON INDIANA 46714 260-824-2900

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF AMENDMENT

of

FRANKLIN ELECTRIC SALES, INC.

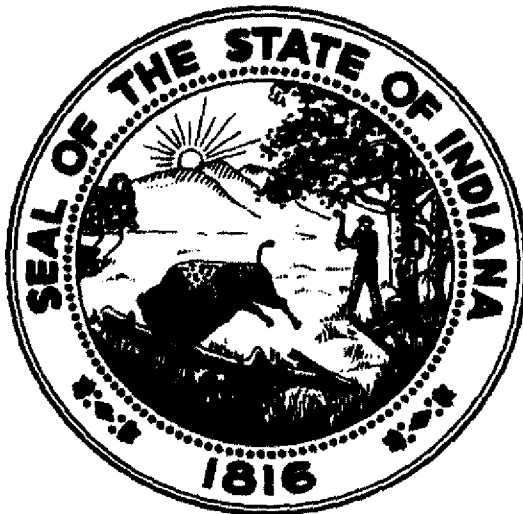
I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions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

The name following said transaction will be:

FRANKLIN ELECTRIC SALES LLC

Indiana Secretary of State
Packet: 2003101600011
Filing Date: 12/28/2009
Effective Date: 12/28/2009

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, December 28, 2009.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 28, 2009.

A handwritten signature in black ink, appearing to read "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

2003101600011 / 2009122861606