

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM476923

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Smart Sales, Inc.		03/20/2015	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	Smart Sales, LLC		
Street Address:	4850 Plaza Dr.		
City:	Irving		
State/Country:	TEXAS		
Postal Code:	75063		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4346548	SMARTOX	
Registration Number:	4388136	SMARTOX ADVANCED TECHNOLOGY. EXCEPTIONAL	
CORRESPONDENCE DATA			
Fax Number:	4693054296		
<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:	4692873972		
Email:	sorana.ban@clarkhillstrasburger.com		
Correspondent Name:	Sorana G. Ban		
Address Line 1:	901 MAIN STREET, SUITE 6000		
Address Line 4:	DALLAS, TEXAS 75202		
NAME OF SUBMITTER:	Sorana G. Ban		
SIGNATURE:	/Sorana G. Ban/		
DATE SIGNED:	06/06/2018		
Total Attachments: 11			
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source=Certificate of Conversion#page4.tif			
source=Certificate of Conversion#page5.tif			

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Form 632
(Revised 01/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See instructions



This space reserved for office use.

**Certificate of Conversion
of a
Corporation Converting
to a
Limited Liability Company**

FILED
In the Office of the
Secretary of State of Texas
MAR 20 2015
Corporations Section

Converting Entity Information

The name of the converting corporation is:
Smart Sales, Inc.

The jurisdiction of formation of the corporation is: Texas

The date of formation of the corporation is: December 12, 2011

The file number, if any, issued to the corporation by the secretary of state, is: 801519052

Plan of Conversion—Alternative Statements

The corporation named above is converting to a limited liability company. The name of the limited liability company is:

Smart Sales, LLC

The limited liability company will be formed under the laws of: Texas

The plan of conversion is attached.

If the plan of conversion is not attached, the following statements must be completed.

Instead of attaching the plan of conversion, the corporation certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is:

500 E. Dallas Road, Suite 100 Grapevine TX Tarrant 76051
Street or Mailing Address *City* *State* *Country* *Zip Code*

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

500 E. Dallas Road, Suite 100 Grapevine TX Tarrant 76051
Street or Mailing Address *City* *State* *Country* *Zip Code*

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

Certificate of Formation for the Converted Entity

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.

In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: March 19,
2015

Smart Sales, Inc.

By 

Tom A. Anthony, President

PLAN AND AGREEMENT OF CONVERSION

OF

**SMART SALES, INC.,
A TEXAS CORPORATION,**

WITH AND INTO

**SMART SALES, LLC,
A TEXAS LIMITED LIABILITY COMPANY,**

UNDER THE NAME OF

SMART SALES, LLC

SMART SALES, INC., a Texas corporation (the "Converting Entity"), and SMART SALES, LLC, a Texas limited liability company (the "Converted Entity"), agree as follows:

ARTICLE 1

PLAN OF CONVERSION

1.01 The effective date of the conversion, hereinafter referred to as the "Effective Date," shall be the date on which the certificate of conversion is issued by the Secretary of State of Texas as set forth in Section 10.105 of the Texas Business Organizations Code (the "Business Code").

1.02 A Plan of Conversion of the Converting Entity and Converted Entity, pursuant to the provisions of Section 10.103 of the Business Code, is adopted as follows:

(1) The name of the Converting Entity is SMART SALES, INC., a Texas corporation. The name of the Converted Entity is SMART SALES, LLC, a Texas limited liability company.

(2) The Converting Entity is continuing its existence in the organizational form of the Converted Entity.

(3) The Converted Entity is to be a limited liability company and is to be formed under the laws of the State of Texas. The Converted Entity will be formed as part of or pursuant to this Plan of Conversion.

(4) On the Effective Date, the shares of Common Stock of the Converting Entity owned by all of the shareholders of the Converting Entity shall be converted into an

equivalent number of membership interests ("Membership Units") in the Converted Entity which at any particular time shall be as reflected by the member's membership percentage and calculated by dividing the member's number of Membership Units by the total number of Membership Units issued and outstanding. The shareholders of the Converting Entity shall be entitled to receive One Hundred Percent (100%) of the Membership Units of the Converted Entity pro rata based upon their respective ownership positions in the Converting Entity. At the Effective Date, One Hundred Percent (100%) of the Membership Units of the Converted Entity issued upon conversion of the shares of Common Stock of the Converting Entity shall constitute all of the Membership Units of the Converted Entity and shall equal the following numbers of units of the Converted Entity:

Member Name	Units	Membership Percentage
Adams, Caroline A.	1,841	0.0470%
Adams, Elizabeth J.	1,841	0.0470%
Adams, Frank L.	76,296	1.9484%
Adams, Milton	50,532	1.2905%
Adams, Stacy J.	1,841	0.0470%
Allison, Thomas Reid	7,957	0.2032%
Anthony, Jay	358,730	9.1611%
Diana Lea Anthony QSS Trust	258,894	6.6115%
Guy Leland Anthony QSS Trust	258,894	6.6115%
John Ross Anthony QSS Trust	258,658	6.6055%
Ball, B. Lamar Jr.	293,583	7.4974%
Ball, John David	338,157	8.6357%
Ball, Patrick Shannon	338,157	8.6357%
Ball, Peter Jason	338,157	8.6357%
Ballard, James R. Jr.	263,694	6.7341%
Bertorelli, Allison Leigh Ball	338,157	8.6357%
Bradford, Holyn	5,682	0.1451%
Coffey, Debra	38,637	0.9867%
Faust, Thomas Reid	9,091	0.2322%
Garcia, Abram	4,546	0.1161%
Hammer, David W.	90,910	2.3216%
Hicks Family Trust	94,751	2.4197%
Kay, Kenneth	11,364	0.2902%
Ketchum, Ron	2,273	0.0580%
Martin, Meredith Rae Ball	338,157	8.6357%
Morehouse, Sammy	56,819	1.4510%
Rozzell, Virginia Rhys	10,000	0.2554%
Stewart, Helen	11,364	0.2902%
Vasavada, Nishendu	56,819	1.4510%
Total	3,915,802	100.0000%

(5) The Certificate of Formation of the Converted Entity is attached to this Plan of Conversion.

ARTICLE 2

COVENANTS, ACTIONS, AND OBLIGATIONS PRIOR TO THE EFFECTIVE DATE

2.01 This Plan of Conversion shall be submitted to the shareholders of the Converting Entity for approval in the manner provided by Section 10.101(b) of the Business Code.

ARTICLE 3

DISCLAIMER OF PERSONAL LIABILITY OF SHAREHOLDERS

3.01 No shareholder of the Converting Entity will, as a result of the conversion, become personally liable, without the shareholder's consent, for any of the liabilities or obligations of the Converted Entity.

ARTICLE 4

DIRECTORS AND OFFICERS

4.01 (1) The present Board of Directors of the Converting Entity shall continue to serve as the Board of Managers of the Converted Entity after the Effective Date and until the next annual meeting of the members of the Converted Entity or until such time as the successors to those managers have been elected and qualified.

(2) If a vacancy shall exist on the Board of Managers of the Converted Entity on the Effective Date of the conversion, such vacancy may be filled by the Board of Managers as provided in the company agreement of the Converted Entity.

(3) All persons who, at the Effective Date of the conversion, shall be officers of Converting Entity shall remain as officers of the Converted Entity until the Board of Managers of the Converted Entity shall otherwise determine. The Board of Managers of the Converted Entity may elect or appoint such additional officers as it may determine.

ARTICLE 5

CERTIFICATE OF FORMATION OF CONVERTED ENTITY

The Certificate of Formation of the Converted Entity, as it shall exist on the Effective Date of the conversion, shall continue in full force as the Certificate of the Converted Entity until altered, amended, or repealed as provided therein or as provided by law.

ARTICLE 6

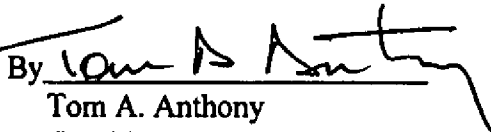
INTERPRETATION AND ENFORCEMENT

6.01 This instrument and the attachment hereto contain the entire agreement between the parties with respect to the transaction contemplated hereby. It may be executed in any number of counterparts, each of which shall be deemed an original, but such counterparts together constitute only one and the same instrument.


6.02 The validity, interpretation, and performance of this Plan of Conversion shall be controlled by and be construed under the laws of the State of Texas, the state in which this Plan of Conversion is being executed.

Executed to be effective as of 5:00 p.m. on February 27, 2015 at Dallas, Texas.

CONVERTING ENTITY: SMART SALES, INC.

By 
Tom A. Anthony
President

CONVERTED ENTITY: SMART SALES, LLC

By 
Tom A. Anthony
President

ATTACHMENT A

CERTIFICATE OF FORMATION

SMART SALES, LLC

Form 205
(Revised 01/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: \$300



This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
MAR 20 2015
Corporations Section

Certificate of Formation
Limited Liability Company

Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Smart Sales, LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

Article 2 – Registered Agent and Registered Office

(Select and complete either A or B and complete C)

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Tom	A.	Anthony	
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

C. The business address of the registered agent and the registered office address is:

500 E. Dallas Road, Suite 100	Grapevine	TX	76051
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>

Article 3 – Governing Authority

(Select and complete either A or B and provide the name and address of each governing person.)

A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)

IF INDIVIDUAL

B.	Lamar	Ball	Jr.
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

OR

IF ORGANIZATION

Organization Name

ADDRESS OF GOVERNING PERSON

2907 Pennsylvania Drive	Denton	TX		76205
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Code</i>	<i>Zip Code</i>

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
R.	Jay	Anthony		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
OR				
IF ORGANIZATION				
<i>Organization Name</i>				
ADDRESS OF GOVERNING PERSON				
6022 Deloache	Dallas	TX		75225
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Code</i>	<i>Zip Code</i>

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
Peter	Jason	Ball		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
OR				
IF ORGANIZATION				
<i>Organization Name</i>				

ADDRESS OF GOVERNING PERSON				
500 E. Dallas Road, Suite 100	Grapevine	TX		76051
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Code</i>	<i>Zip Code</i>

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
Tom	A.	Anthony		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
OR				
IF ORGANIZATION				
<i>Organization Name</i>				

ADDRESS OF GOVERNING PERSON				
500 E. Dallas Road, Suite 100	Grapevine	TX		76051
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Code</i>	<i>Zip Code</i>

NAME OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
David	W.	Hammer		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
OR				
IF ORGANIZATION				
<i>Organization Name</i>				

ADDRESS OF GOVERNING PERSON				
991 Noble Champions Way	Bartonville	TX		76226
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country Code</i>	<i>Zip Code</i>

Article 4 – Purpose

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

This company is being formed under a plan of conversion pursuant to which Smart Sales, Inc., a Texas corporation formed on December 12, 2011 with its principal place of business located at 500 E. Dallas Road, Suite 100, Grapevine, Texas 76051, is converting into Smart Sales, LLC, a Texas limited liability company.

Any action required by the provisions of the Texas Business Organizations Code to be taken at a meeting of the members, or any action which may be taken at a meeting of the members, may be taken without holding a meeting, providing notice or taking a vote if members of the company having at least the minimum number of votes that would be necessary to take the action that is the subject of the consent at a meeting, in which each member entitled to vote on the action is present and votes, sign a written consent or consents stating the action taken.

Organizer

The name and address of the organizer:

David W. Hammer

Name

17480 Dallas Parkway, Suite 100

Dallas

TX

75287

Street or Mailing Address

City

State

Zip Code

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

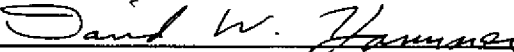
C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: March 19, 2015



David W. Hammer, Organizer