

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM478829

<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>
Corky's Partners, L.P.		06/04/2018	Limited Partnership: TENNESSEE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Corky's Partners, LLC		
<b>Street Address:</b>	5255 Poplar Avenue		
<b>City:</b>	Memphis		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	38119-3511		
<b>Entity Type:</b>	Limited Liability Company: TENNESSEE		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2111879	CORKY'S	
<b>Registration Number:</b>	2087433	CORKY'S	
<b>Registration Number:</b>	2057511	CORKY'S	
<b>Registration Number:</b>	2087432	CORKY'S	
<b>Registration Number:</b>	2161534		
<b>Registration Number:</b>	2069694	CORKY'S	
<b>Registration Number:</b>	2065172	CORKY'S RIBS & BBQ	
<b>Registration Number:</b>	2089084	CORKY'S	
<b>Registration Number:</b>	2090985	CORKY'S	
<b>Registration Number:</b>	3427305	CORKY'S RIBS & BBQ	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9015770783		
<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>			
<b>Phone:</b>	901-579-3128		
<b>Email:</b>	wrobertson@bakerdonelson.com		
<b>Correspondent Name:</b>	Wendy Robertson		
<b>Address Line 1:</b>	6060 Poplar Avenue		
<b>Address Line 2:</b>	Suite 440		

OP \$265.00 2111879

<b>Address Line 4:</b>	Memphis, TENNESSEE 38119
<b>ATTORNEY DOCKET NUMBER:</b>	2790033-25
<b>NAME OF SUBMITTER:</b>	Wendy Robertson
<b>SIGNATURE:</b>	/wrobertson/
<b>DATE SIGNED:</b>	06/21/2018
<b>Total Attachments: 6</b> source=Proj Charcoal - Filed Cert of Amend-Cert of Conversion#page1.tif source=Proj Charcoal - Filed Cert of Amend-Cert of Conversion#page2.tif source=Proj Charcoal - Filed Cert of Amend-Cert of Conversion#page3.tif source=Proj Charcoal - Filed Cert of Amend-Cert of Conversion#page4.tif source=Proj Charcoal - Filed Cert of Amend-Cert of Conversion#page5.tif source=Proj Charcoal - Filed Cert of Amend-Cert of Conversion#page6.tif	



**Tre Hargett**  
Secretary of State

**Division of Business Services**  
**Department of State**  
State of Tennessee  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

CORKY'S PARTNERS, L.P.  
5259 POPLAR AVE  
MEMPHIS, TN 38119-3513

June 4, 2018

### Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

**Control # : 243244**      Status: Active  
Filing Type: LP 1988 Act - Domestic

#### Document Receipt

Receipt # : 004116498      Filing Fee: \$20.00  
Payment-Account - #08407 BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, NAS      \$20.00

Amendment Type: Articles of Amendment      Image # : B0538-4925  
Filed Date: 06/04/2018 4:13 PM

This will acknowledge the filing of the attached articles of amendment with an effective date as indicated above. When corresponding with this office or submitting documents for filing, please refer to the control number given above.

You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

Tre Hargett  
Secretary of State

Processed By: Jeff Cook

Field Name	Changed From	Changed To
Principal Address 1	5259 POPLAR AVENUE	5259 POPLAR AVE
Principal Postal Code	38119	38119-3513
Principal County	No value	SHELBY COUNTY
Mail Address 1	5259 POPLAR AVENUE	5259 POPLAR AVE
Mail Postal Code	38119	38119-3513

**FILED**

**CERTIFICATE OF AMENDMENT  
TO THE CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CORKY'S PARTNERS, L.P.**

Pursuant to the provisions of Tennessee Code Annotated § 61-2-202 and § 67-4-2008(a)(9) and (b)(1), the undersigned General Partner adopts the following Certificate of Amendment to its Certificate of Limited Partnership:

1. The name of the limited partnership as it currently appears on record is Corky's Partners, L.P.
2. The Certificate of Limited Partnership is hereby amended by adding the following as a new section:

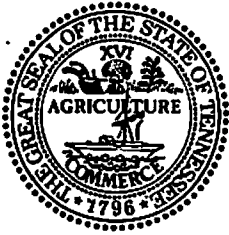
Section 5. This limited partnership elects to be governed by the Tennessee Uniform Limited Partnership Act of 2017.

3. The foregoing amendment was duly adopted by the General Partner and Limited Partners of the Limited Partnership by written consent on June 4, 2018.
4. This Amendment is to be effective when filed by the Secretary of State.

Dated: June 4, 2018.

**CORKY'S PARTNERS, L.P.**  
By its General Partner, Corky's  
Holdings, Inc.

By: *A. L. Woodman*  
Name: Andrew L. Woodman  
Title: Co-President



**Tre Hargett**  
Secretary of State

**Division of Business Services**  
**Department of State**  
State of Tennessee  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

CORKY'S PARTNERS, LLC  
5255 POPLAR AVE  
MEMPHIS, TN 38119-3511

June 4, 2018

**Control # 243244**

**Effective Date: 06/04/2018**

**Document Receipt**

Receipt #: 4116503	Filing Fee:	\$320.00
Payment-Account - #08407 BAKER, DONELSON, BEARMAN, CALDWELL & BERKO		\$480.00
Refund pending (6-8 weeks) - Reference #0111154		\$160.00

**ACKNOWLEDGMENT OF CONVERSION**

**CORKY'S PARTNERS, L.P.** converted from a **TENNESSEE LP 1988 Act** to  
**CORKY'S PARTNERS, LLC**  
a **TENNESSEE Limited Liability Company**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett  
Secretary of State

Processed By: Jeff Cook

**FILED**

**CERTIFICATE OF CONVERSION  
&  
ARTICLES OF CONVERSION  
OF  
CORKY'S PARTNERS, L.P.,  
A TENNESSEE LIMITED PARTNERSHIP,  
INTO  
CORKY'S PARTNERS, LLC,  
A TENNESSEE LIMITED LIABILITY COMPANY**

Pursuant to the provisions of Section 48-249-703 of the Tennessee Revised Limited Liability Company Act and Section 61-3-1114 of the Tennessee Uniform Limited Partnership Act of 2017 (the "2017 Act"), the undersigned limited partnership (the "Partnership") hereby submits this Certificate of Conversion:

1. The Partnership immediately prior to its conversion and the filing of the Certificate of Conversion is Corky's Partners, L.P., a Tennessee domestic limited partnership, formed on August 1, 1991.
2. The domestic limited liability company into which the Partnership is converting as set forth in its Articles of Organization (attached as Exhibit A) is Corky's Partners, LLC, a Tennessee limited liability company.
3. The plan of conversion of the Partnership has been approved in accordance with Sections 61-3-1112 through 61-3-1115 of the 2017 Act.
4. All required approvals of the conversion have been obtained by the Partnership.
5. The conversion is to be effective upon filing with the Tennessee Secretary of State.

The undersigned duly authorized representative of the domestic limited partnership has executed this Certificate on the 4 day of June, 2018.

**CORKY'S PARTNERS, L.P.**

By: 

Name: Andrew L. Woodman  
Title: Co-President

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**EXHIBIT A**

Articles of Organization of Corky's Partners, LLC

4852-6723-2871 v2  
2790033-000001

**TRADEMARK**  
**REEL: 006359 FRAME: 0775**

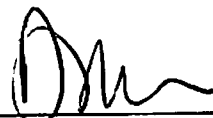
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ARTICLES OF ORGANIZATION  
OF  
CORKY'S PARTNERS, LLC

Pursuant to the provisions of § 48-249-202 of the Tennessee Revised Limited Liability Company Act (the "Act"), the undersigned hereby adopts the following Articles of Organization for the purpose of organizing a limited liability company under the Act:

1. Name of Limited Liability Company. The name of the limited liability company shall be CORKY'S PARTNERS, LLC (the "LLC").
2. Initial Registered Office and Agent. The street address and zip code of the LLC's initial registered office in Tennessee is 5255 Poplar Ave., Memphis, Tennessee 38119, which is located in Shelby County. The name of the initial registered agent at such office is Andrew Woodman.
3. Principal Executive Office. The street address and zip code of the LLC's principal executive office is: 5255 Poplar Ave., Memphis, Tennessee 38119, which is located in Shelby County.
4. Management. The LLC shall be member-managed.
5. Effective Date. The existence of the LLC shall begin upon the filing of these Articles with the Secretary of State.
6. Fiscal Year. The fiscal year of the LLC shall end on December 31 of each year unless changed by the members.
7. Written Operating Agreement. The Operating Agreement of the LLC and all amendments thereto shall be in writing.
8. Inconsistent or Contradictory Provisions. To the extent that any express provisions in these Articles of Organization or in the Operating Agreement of the LLC are inconsistent with or contradict any provisions of the Act that are waivable or subject to alteration or modification under § 48-249-205(a) of the Act, such inconsistent or contradictory provisions of the Act are hereby waived (rendered inapplicable), modified and altered to the extent necessary to give full effect to the express provisions of these Articles of Organization and the Operating Agreement of the LLC.

Dated: June 4, 2018

  
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Drew Yonchak, Organizer