

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM480714

<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>
XGRASS, INC.		07/05/2018	Corporation: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	XGRASS, LLC		
<b>Street Address:</b>	205 Boring Drive		
<b>City:</b>	Dalton		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30721		
<b>Entity Type:</b>	Limited Liability Company: GEORGIA		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78751379	VERSALAWN	
<b>Serial Number:</b>	78452531	TOUR GREENS	
<b>Serial Number:</b>	75629003	SOFTRAK	
<b>Serial Number:</b>	85937043	XGRASS	
<b>Serial Number:</b>	77936284	XGRASS	
<b>Serial Number:</b>	85457069	DURAMULCH	
<b>Serial Number:</b>	87451209	LANMARK DESIGNS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	aquinn@lathropgage.com		
<b>Correspondent Name:</b>	Anna M. Quinn		
<b>Address Line 1:</b>	10851 Mastin Blvd.		
<b>Address Line 2:</b>	Bldg. 82, Ste. 1000		
<b>Address Line 4:</b>	Overland Park, KANSAS 66210-1669		
<b>NAME OF SUBMITTER:</b>	Anna M. Quinn		
<b>SIGNATURE:</b>	/Anna M. Quinn/		
<b>DATE SIGNED:</b>	07/05/2018		

CH \$190.00 78751379

**Total Attachments: 6**

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# STATE OF GEORGIA

**Secretary of State**  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF CONVERSION

I, **Brian P. Kemp**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **07/05/2018** converting

**XGRASS, INC.**  
a Domestic Profit Corporation  
to  
**XGRASS, LLC**  
a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **07/05/2018**.



Handwritten signature of Brian P. Kemp.

Brian P. Kemp  
Secretary of State

STATE OF GEORGIA

COUNTY OF WHITFIELD

CERTIFICATE OF CONVERSION OF  
XGRASS, INC.

Pursuant to Section 14-11-212 of the Georgia Code, in order to convert to a Georgia limited liability company, the undersigned Corporation hereby adopts this Certificate of Conversion.

ARTICLE I

NAME

The name of the Corporation is "XGrass, Inc." (hereinafter referred to as "the Corporation"). The Corporation is organized and existing under the laws of the State of Georgia.

ARTICLE II

CONVERSION TO LIMITED LIABILITY COMPANY

The Corporation hereby elects to convert to a Georgia limited liability company.

ARTICLE III

APPROVAL

The conversion was approved and authorized by unanimous written consent of all shareholders of the Corporation.

ARTICLE IV

EFFECTIVE DATE

The conversion shall take effect immediately upon the filing of this Certificate of Conversion with the Georgia Secretary of State.

ARTICLE V

ARTICLES OF ORGANIZATION

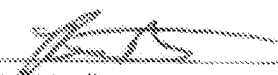
Filed contemporaneously with this Certificate of Conversion are Articles of Organization that are in the form required by Section 14-11-204, that set forth a name for the limited liability company that satisfies the requirements of Section 14-11-207, and that shall be the Articles of Organization of the limited liability company resulting from the conversion.

ARTICLE VI

MANNER OF CONVERSION OF INTERESTS

Upon conversion, each 1% of stock in the Corporation issued and outstanding shall be cancelled and converted into a 1% Membership Interest in the limited liability company.

This Certificate of Conversion is hereby executed by the President of the Corporation this 5th day of July, 2018.

  
.....  
Ron Bertsett  
President  
XGrass, Inc.

2018 JUL -5 PM 2:55  
SECRETARY OF STATE  
CORPORATION DIVISION

STATE OF GEORGIA

COUNTY OF WHITFIELD

**ARTICLES OF ORGANIZATION OF  
XGRASS, LLC**

Pursuant to Section 14-11-212 and -304 of the Georgia Code, in order to complete the conversion to a Georgia limited liability company, the undersigned limited liability company hereby adopts these Articles of Organization.

**ARTICLE I**

**CONVERSION FROM CORPORATION**

The Company is filing these Articles to complete the process of converting from a Georgia corporation to a limited liability company. The former corporation name was XGrass, Inc.

**ARTICLE II**

**NAME**

The name of the company following conversion shall be XGrass, LLC (hereinafter "Company").

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The address of the Company's registered office in Georgia is 205 Boring Drive, Dalton, GA 30721. The registered agent at such address is Ron Bennett.

**ARTICLE IV**

**ORGANIZER**

These Articles are executed by the Company's Organizer and attorney-in-fact, whose name is Clay Staggs, and whose address is 701 22nd Avenue, Suite 1, Tuscaloosa, AL 35401.

2018 JUL -5 PM 3:39  
RECEIVED  
COMMERCIAL RECORDS

These Articles of Organization are hereby executed this 5th day of July, 2018.

Clay S. Rogers  
Organizer





Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

2 Martin Luther King Jr. Dr. SE  
Suite 313 West Tower  
Atlanta, Georgia 30334  
(404) 858-2817  
www.ga.gov

TRANSMITTAL INFORMATION FORM  
GEORGIA LIMITED LIABILITY COMPANY

**IMPORTANT:** Please provide the entity's primary email address when completing this form.  
Primary Email Address: lynette.ogle@xgrass.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. LLC Name Reservation Number (If one has been obtained, if articles are being filed without prior reservation, leave this line blank.)  
XGrass, LLC  
LLC Name (List exactly as it appears in articles.)

2. Clay Staggs  
Name of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)  
701 22nd Avenue, Suite 1 Tuscaloosa, AL 35401  
Address City State Zip Code  
clay.staggs@xgrass.com 205-886-3829  
Filer's Email Address Telephone Number

3. 205 Boring Drive  
Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)  
Dalton GA 30721  
City State Zip Code

4. Ron Bennett  
Name of Registered Agent in Georgia  
205 Boring Drive  
Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)  
Dalton Whitfield GA 30721  
City County State Zip Code  
ron.bennett@recreationalgroup.com  
Registered Agent's Email Address

5. Name and Address of Each Organizer (Attach additional sheets if necessary.)  
Clay Staggs 701 22nd Ave., Ste 1 Tuscaloosa AL 35401  
Organizer Address City State Zip Code  
Organizer Address City State Zip Code

6. Mail the following items to the Secretary of State at the above address:  
1) This transmittal form;  
2) The Article of Organization; and  
3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are non-refundable.

I understand that the information on this form will be entered in the Secretary of State business entity database, and I certify that the above information is true and correct to the best of my knowledge.

Clay Staggs July 5, 2018  
Signature Authorized Person Date  
Clay Staggs  
Print name

FORM 221  
Rev. 06/2015