

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM473744

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
1 Priority Environmental Services, Inc.		05/01/2018	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	1 Priority Environmental Services, LLC		
Street Address:	2573 Gravel Drive		
City:	Fort Worth		
State/Country:	TEXAS		
Postal Code:	76118		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3558358	1 PRIORITY ENVIRONMENTAL SERVICES	
Registration Number:	3558357	1 PRIORITY ENVIRONMENTAL SERVICES	
Registration Number:	3558360	1	
Registration Number:	3558359	1	
CORRESPONDENCE DATA			
Fax Number:	7344184289		
<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:	7344184288		
Email:	ablackburn@honigman.com		
Correspondent Name:	Julie E. Reitz, Honigman		
Address Line 1:	39400 Woodward Avenue, Suite 101		
Address Line 4:	Bloomfield Hills, MICHIGAN 48304-5151		
ATTORNEY DOCKET NUMBER:	226022-419625		
NAME OF SUBMITTER:	Amanda M. Blackburn		
SIGNATURE:	/Amanda M. Blackburn/		
DATE SIGNED:	05/12/2018		
Total Attachments: 6			
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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Rolando B. Pablos
Secretary of State

Office of the Secretary of State

May 02, 2018

Capitol Services Inc
P O Box 1831
Austin, TX 78767 USA

RE: 1 Priority Environmental Services, LLC
File Number: 803005041

It has been our pleasure to approve and place on record the filing instrument effecting a conversion. The appropriate evidence is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Jean Marchione

Fax: (512) 463-5709
TID: 10337

Dis. 7-11 for Relay Services
TRADEMARK
Document: 810642640002
REEL: 006379 FRAME: 0608



Office of the Secretary of State

CERTIFICATE OF CONVERSION

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

1 Priority Environmental Services, Inc.
File Number: 800223576

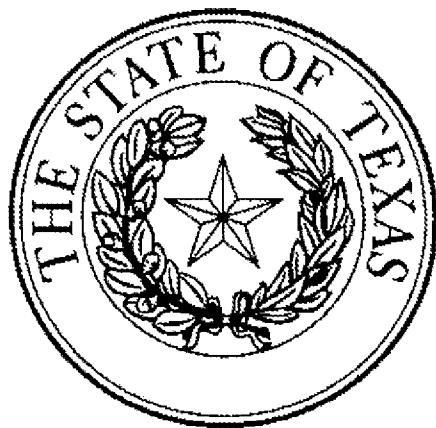
Converting it to

1 Priority Environmental Services, LLC
File Number: 803005041

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: 05/01/2018

Effective: 05/01/2018



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

Rolando B. Pablos
Secretary of State



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

1 Priority Environmental Services, LLC
File Number: 803005041

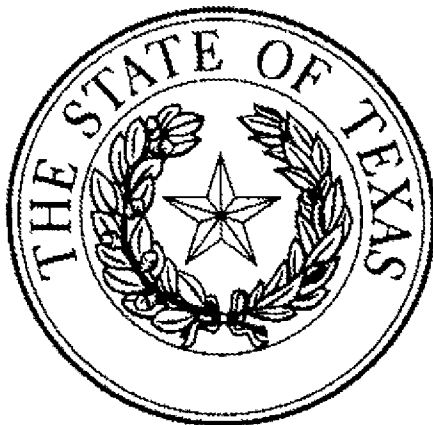
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 05/01/2018

Effective: 05/01/2018



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

Rolando B. Pablos
Secretary of State

CERTIFICATE OF CONVERSION
OF
1 PRIORITY ENVIRONMENTAL SERVICES, INC.
TO
1 PRIORITY ENVIRONMENTAL SERVICES, LLC

FILED
In the Office of the
Secretary of State of Texas

MAY 01 2018

Corporations Section

The following Certificate of Conversion has been adopted pursuant to the Texas Business Organizations Code (the "TBOC"):

1. The name of the converting corporation is 1 Priority Environmental Services, Inc. (the "Corporation"). The Corporation was formed July 10, 2003 as a corporation in the State of Texas, Filing Number 800223576.

2. The Corporation is converting to a limited liability company. The name of the limited liability company is 1 Priority Environmental Services, LLC (the "LLC") and will be formed under the laws of the State of Texas.

3. The Corporation has adopted a plan of conversion (the "Plan of Conversion") and a signed copy of the 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 2573 Gravel Drive, Fort Worth, Texas 76118.

4. A signed copy of the Plan of Conversion will be on file after the conversion at the principal place of business of the LLC, the converted entity. The address of the principal place of business of the LLC is 2573 Gravel Drive, Fort Worth, Texas 76118.

5. A copy of the Plan of Conversion will be furnished on written request without cost by the Corporation before the conversion or by the LLC following the conversion to any owner or member of the Corporation or the LLC.

6. The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate as Exhibit A.

7. The Plan of Conversion has been approved as required by the laws of the State of Texas and the governing documents of the Corporation. In lieu of providing the certificate from the Comptroller of Public Accounts that all taxes under Title 2, Tax Code have been paid, the LLC is liable for the payment of any franchise taxes.

8. This Certificate of Conversion shall become effective when filed accepted and filed by the Texas Secretary of State.

The undersigned has executed this Certificate of Conversion as of May 1, 2018 subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

1 PRIORITY ENVIRONMENTAL SERVICES, INC.

By: _____

Gary Caldwell, President

TRADEMARK
REEL: 006379 FRAME: 0611

EXHIBIT A

CERTIFICATE OF FORMATION
OF
1 PRIORITY ENVIRONMENTAL SERVICES, LLC

FILED
In the Office of the
Secretary of State of Texas

MAY 01 2018

Corporations Section

The undersigned natural person of the age of eighteen (18) years or more, acting as an organizer of a limited liability company under the Texas Business Organizations Code (the "TBOC"), hereby adopts the following Certificate of Formation for such limited liability company:

1. The name of the limited liability company is 1 Priority Environmental Services, LLC (the "Company"). The Company is a limited liability company.

2. The period of duration of the Company shall be perpetual, unless it is earlier wound up in accordance with the provisions of the Company Agreement of the Company.

3. The purpose for which the Company is organized is to transact any and all lawful business for which a limited liability company may be organized under the TBOC.

4. The address of the initial registered office of the Company is 206 East 9th Street, Suite 1300, Austin, Texas 78701 and the name of its initial registered agent at such address is Capital Corporate Services.

5. The Company is to be managed by Managers. Initially, there shall be one Manager. The name and address of the initial Manager are as follows:

Gary Caldwell
2573 Gravel Drive
Fort Worth, Texas 76118

6. The name and address of the organizer of the Company are as follows:

Rob Odom, Jr.
2573 Gravel Drive
Fort Worth, Texas 76118

7. The initial member of the Company shall execute a Limited Liability Company Agreement (the "Company Agreement") which shall set forth all of the provisions for the regulation and management of the affairs of the Company. Any person or entity that acquires a membership interest in the Company shall be bound by the provisions of the Company Agreement, notwithstanding the fact that such person has not executed such Company Agreement or a separate written instrument pursuant to which it agrees to be bound by the provisions thereof.

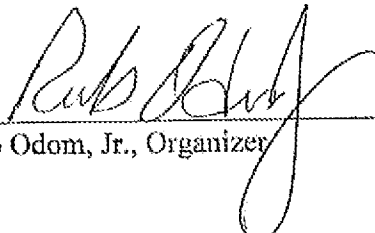
8. Any action required by the TBOC, or any successor law, to be taken at any annual or special meeting of the members, or any action which may be taken at any annual or special meeting of the members, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the members

having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all the members entitled to vote on the action were present and voted.

9. The Company is being created pursuant to an Agreement and Plan of Conversion filed by 1 Priority Environmental Services, LLC. The Company is the converted entity pursuant to the Agreement and Plan of Conversion. 1 Priority Environmental Services, Inc. is a Texas corporation formed on July 10, 2003, whose address is 2573 Gravel Drive, Fort Worth, Texas 76118. This Certificate of Formation is being filed contemporaneously with, and in accordance with, that Certificate of Conversion of 1 Priority Environmental Services, Inc.

The undersigned affirms that the person designated as the registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing.

IN WITNESS WHEREOF, I have hereunto set my hand this 30th day of April, 2018.



Rob Odom, Jr., Organizer