

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM486071

<b>SUBMISSION TYPE:</b>	RESUBMISSION		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>RESUBMIT DOCUMENT ID:</b>	900441519		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Red Duck Foods, LLC		10/01/2013	Limited Liability Company: OREGON
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Red Duck Foods, Inc.		
<b>Street Address:</b>	1515 SE Water Ave		
<b>Internal Address:</b>	Suite 103		
<b>City:</b>	Portland		
<b>State/Country:</b>	OREGON		
<b>Postal Code:</b>	97214		
<b>Entity Type:</b>	Corporation: OREGON		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4481022	ELEVATE YOUR FOOD	
<b>Registration Number:</b>	4494312	REDDUCK	
<b>Registration Number:</b>	4532381	RED DUCK	
<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>Phone:</b>	(541)686-8833		
<b>Email:</b>	trademarks@gleaveslaw.com		
<b>Correspondent Name:</b>	David L. Jacobson		
<b>Address Line 1:</b>	975 Oak St.		
<b>Address Line 2:</b>	Suite 800		
<b>Address Line 4:</b>	Eugene, OREGON 97401		
<b>NAME OF SUBMITTER:</b>	David L. Jacobson		
<b>SIGNATURE:</b>	/David L. Jacobson/		
<b>DATE SIGNED:</b>	08/14/2018		
<b>Total Attachments: 11</b>			

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# State of Oregon

OFFICE OF THE SECRETARY OF STATE  
Corporation Division

**Certified Copy 666A174W5**

I, DENNIS RICHARDSON, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

*That the attached*

Copy of the

Articles of

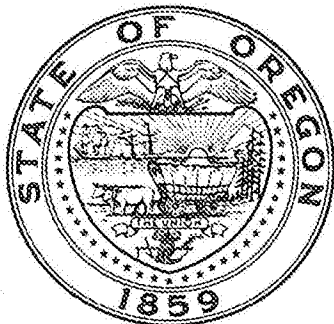
Conversion

*for*

*RED DUCK FOODS, INC.*

*is a true copy of the original document(s).*

*In Testimony Whereof, I have hereunto set  
my hand and affixed hereto the Seal of the  
State of Oregon.*



A handwritten signature in cursive script that reads "Dennis Richardson".

DENNIS RICHARDSON, SECRETARY OF STATE

8/3/2018



Articles of Conversion - Business Entities

Secretary of State - Corporation Division - 265 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - http://www.FilingInOregon.com - Phone: (503) 988-2200

FILED

OCT 01 2013

REGISTRY NUMBER: 911337-94

OREGON SECRETARY OF STATE

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website. For office use only

Please Type or Print Legibly in Black Ink.

- 1) NAME OF BUSINESS ENTITY PRIOR TO CONVERSION:  
Red Duck Foods LLC
- 2) TYPE OF BUSINESS ENTITY PRIOR TO CONVERSION:  
Limited Liability Company
- 3) NAME OF BUSINESS ENTITY AFTER CONVERSION:  
Red Duck Foods, Inc.
- 4) TYPE OF BUSINESS ENTITY AFTER CONVERSION:  
Corporation
- 5) WILL THE CONVERTED ENTITY HAVE CONTINUED EXISTENCE IN OREGON?  Yes  No
- 6) IF NO, WHERE WILL THE JURISDICTION BE? \_\_\_\_\_
- 7)  A COPY OF THE PLAN OF CONVERSION IS ATTACHED.
- 8) PROVIDE ADDITIONAL INFORMATION REQUIRED FOR NEW ENTITY TYPE  
\*\*\*\*\*The effective time and date of the conversion is 12:01 a.m. on October 1, 2013.\*\*\*\*\*

9) EXECUTION:(Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)  
By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Karen N. Bonner

Title:

Member-manager

RED DUCK FOODS, INC.



91133794-14650674

CNV

FEES	
Domestic Required Processing Fee	\$100
Foreign Required Processing Fee	\$275
Confirmation Copy (Optional)	\$5
Processing Fees are nonrefundable. Please make check payable to "Corporation Division."	

**PLAN OF CONVERSION  
FOR CONVERSION  
of  
RED DUCK FOODS LLC, an Oregon limited liability company  
to  
RED DUCK FOODS, INC., an Oregon corporation**

This Plan of Conversion for the conversion of Red Duck Foods LLC, an Oregon limited liability company, to Red Duck Foods, Inc., an Oregon corporation, is hereby adopted by all of the members of Red Duck Foods LLC pursuant to ORS 63.473(1)(a).

1. The name of the business entity prior to conversion is Red Duck Foods LLC. Red Duck Foods LLC is an Oregon limited liability company.
2. The name of the business entity after conversion will be Red Duck Foods, Inc. Red Duck Foods, Inc. will be an Oregon corporation.
3. The conversion shall be on the terms and conditions set forth in ORS 63.470 and ORS 60.472. Upon the filing of the Articles of Conversion, attached hereto as Exhibit A ("*Articles of Conversion*"), this Plan of Conversion and the initial Articles of Incorporation of Red Duck Foods, Inc., a copy of which is attached hereto as Exhibit B ("*Articles of Incorporation*"), with the Secretary of State of Oregon, Red Duck Foods LLC, an Oregon limited liability company, will be converted into Red Duck Foods, Inc., an Oregon corporation.
4. Red Duck Foods LLC has four members: Kurt J. Barajas, Karen N. Bonner, Shannon M. Oliver, and Jessica Z. Hilbert. Each member has a twenty-five percent (25.0%) ownership interest in Red Duck Foods LLC.
5. Upon conversion, the ownership interest of each of the current members of Red Duck Foods LLC shall be exchanged for shares of Common Stock (as defined below) in Red Duck Foods, Inc., at a ratio of twenty-five percent (25.0%) membership interest to one million (1,000,000) shares of Common Stock. This conversion will result in ownership of four million (4,000,000) outstanding shares of Common Stock in the following amounts:

Member	Shares	Percent Ownership
Kurt J. Barajas	1,000,000	25.0%
Karen N. Bonner	1,000,000	25.0%
Shannon M. Oliver	1,000,000	25.0%
Jessica Z. Hilbert	1,000,000	25.0%

6. As set forth in the Articles of Incorporation to be filed with the Secretary of State of Oregon, Red Duck Foods, Inc. will have ten million (10,000,000) authorized shares of capital stock, which includes ten million shares of common stock, no par value (the "*Common Stock*").

7. Pursuant to the requirements of ORS 60.047(1), the initial Articles of Incorporation of Red Duck Foods, Inc. are required to contain the following:

(a) A corporate name for the corporation that satisfies the requirements of ORS 60.094 (as required by ORS 60.047(1)(a)): Red Duck Foods, Inc.;

(b) The number of shares the corporation is authorized to issue (as required by ORS 60.047(1)(b)): ten million (10,000,000) shares of Common Stock.

(c) The address, including street and number, and mailing address, if different, of the corporation's initial registered office and the name of its initial registered agent at that office (as required by ORS 60.047(1)(c)): the address of the corporation's initial registered office is 1300 SW Fifth Avenue, Suite 2400, Portland, Oregon 97201, and the name of its initial registered agent at such address is DWT Oregon Corp.;

(d) The name and address of each incorporator (as required by ORS 60.047(1)(d)): the name of the incorporator is Clifford A. DeGroot, and the address for the incorporator is 1300 SW Fifth Avenue, Suite 2400, Portland, Oregon 97201; and

(e) A mailing address to which notices, as required by this chapter, may be mailed until an address has been designated by the corporation in its annual report (as required by ORS 60.047(1)(e)): DWT Oregon Corp., Attention: Clifford A. DeGroot, 1300 SW Fifth Avenue, Suite 2400, Portland, Oregon 97201.

8. All other matters not specifically required under ORS 60.047(1) to be included in the initial Articles of Incorporation of Red Duck Foods, Inc., but which may be set forth under ORS 60.047(2) in the initial Articles of Incorporation of Red Duck Foods, Inc., are as set forth in the initial Articles of Incorporation of Red Duck Foods, Inc.

*[Signature Page Follows]*

IN WITNESS WHEREOF, this Plan of Conversion has been duly executed as of  
September 30, 2013.

RED DUCK FOODS LLC, an Oregon limited  
liability company

By: *Kurt Barajas*  
Kurt J. Barajas, Member

By: *K B*  
Karen N. Bonner, Member

By: *Shannon Oliver*  
Shannon M. Oliver, Member

By: *Jessica Hilbert*  
Jessica Z. Hilbert, Member

SIGNATURE PAGE TO PLAN OF CONVERSION

DWT 22624926v1 0098992-000001

**EXHIBIT A**

**Articles of Conversion**

DWT 22624926v1 0098992-000001

**TRADEMARK**

**REEL: 006413 FRAME: 0008**

VOID IF ALTERED OR ERASED

VOID IF ALTERED OR ERASED

VOID WITHOUT WATERMARK OR IF ALTERED





Articles of Conversion - Business Entities

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - http://www.FilingInOregon.com - Phone: (503) 986-2200

REGISTRY NUMBER: 911337-94

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink.

1) NAME OF BUSINESS ENTITY PRIOR TO CONVERSION:

Red Duck Foods LLC

2) TYPE OF BUSINESS ENTITY PRIOR TO CONVERSION:

Limited Liability Company

3) NAME OF BUSINESS ENTITY AFTER CONVERSION:

Red Duck Foods, Inc.

4) TYPE OF BUSINESS ENTITY AFTER CONVERSION:

Corporation

5) WILL THE CONVERTED ENTITY HAVE CONTINUED EXISTENCE IN OREGON?  Yes  No

6) IF NO, WHERE WILL THE JURISDICTION BE?

7)  A COPY OF THE PLAN OF CONVERSION IS ATTACHED.

8) PROVIDE ADDITIONAL INFORMATION REQUIRED FOR NEW ENTITY TYPE

\*\*\*\*\*The effective time and date of the conversion is 12:01 a.m. on October 1, 2013.\*\*\*\*\*

9) EXECUTION:(Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Title:

Karen N. Bonner

Member-manager

CONTACT NAME: (To resolve questions with this filing.)

Clifford A. DeGroot

PHONE NUMBER: (Include area code.)

503.778.5350

FEES

Domestic Required Processing Fee \$100  
Foreign Required Processing Fee \$275

Confirmation Copy (Optional) \$5

Processing Fees are nonrefundable. Please make check payable to "Corporation Division."

**EXHIBIT B**

**Articles of Incorporation**

DWT 22624926v1 0098992-000001

VOID WITHOUT WATERMARK OR IF ALTERED

TRADEMARK

REEL: 006413 FRAME: 0010

ARTICLES OF INCORPORATION

OF

RED DUCK FOODS, INC.

The undersigned natural person of the age of eighteen (18) years or more, acting as an incorporator under the Oregon Business Corporation Act (as amended from time to time, the "Act"), adopts the following article of incorporation:

ARTICLE I  
NAME

The name of this corporation is Red Duck Foods, Inc. (the "*Corporation*").

ARTICLE II  
DURATION

This Corporation's period of duration shall be perpetual.

ARTICLE III  
PURPOSES

The purpose for which the Corporation is organized is to engage in any business, trade, or activity that may lawfully be conducted by a Corporation organized under the Act. The Corporation shall have the authority to engage in any and all activities that are incidental or conducive to the attainment of the purposes of the Corporation and to exercise any and all powers authorized or permitted under any laws that may be now or hereafter applicable to the Corporation.

ARTICLE IV  
SHARES

A. One Class of Stock. The Corporation is authorized to issue one class of stock, which shall be designated "Common Stock". The total number of shares which the Corporation is authorized to issue is 10,000,000 shares, no par value per share.

B. Rights of Common Stock. The holders of the common stock have unlimited voting rights and the right to receive the net assets of the Corporation on dissolution.

C. Waiver of Preemptive Rights. The Corporation elects to waive preemptive rights.

D. Voting of Common Stock. Except as otherwise required by law, each outstanding share of common stock is entitled to one vote on each matter voted on at the shareholders' meeting.

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**ARTICLE V  
LIMITATION OF DIRECTOR LIABILITY**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for conduct as a director; *provided* that this Article V shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Act, including but not limited to (a) any breach of the director's duty of loyalty to the Corporation, (b) acts or omissions not in good faith or involving intentional misconduct or a knowing violation of the law, (c) any unlawful distribution under the Act, or (d) any transaction from which the director derived an improper personal benefit. Any amendment to or repeal of this Article V or the Act shall not adversely affect any right or protection of a director of the Corporation for or with respect to acts or omissions of such director which occur prior to the effective date of the amendment or repeal.

**ARTICLE VI  
INDEMNIFICATION**

The Corporation may indemnify to the fullest extent not prohibited by law (and shall do so with each person serving or who has served as a director) any person who is made, or threatened to be made, a party to a proceeding by reason of the fact that the person is or was a director, officer, employee or agent of the Corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, officer, employee, agent, or as a fiduciary (as defined above) of an employee benefit plan, of another Corporation, partnership, joint venture, trust or other enterprise; *provided, however*, that the Corporation shall not indemnify any such person for or on account of (a) any breach of the person's duty of loyalty to the Corporation or employee benefit plan, (b) acts or omissions not in good faith or involving intentional misconduct or a knowing violation of the law, or (c) any transaction from which the person derived an improper personal benefit. Any amendment to or repeal of this Article VI or the Act shall no adversely affect any right or protection afforded a person hereunder for or with respect to acts or omissions of such person which occur prior to the effective date of the amendment or repeal.

**ARTICLE VII  
SHAREHOLDER ACTION WITHOUT MEETING**

Any action required or permitted by the Act to be taken at a shareholders' meeting may be taken without a meeting if the action is taken by shareholders having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all shareholders entitled to vote on the action were present and voted.

911337-94

**ARTICLE VIII  
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the Corporation's initial registered agent are as follows:

DWT Oregon Corp.  
1300 SW Fifth Avenue, Suite 2400  
Portland, OR 97201

**ARTICLE IX  
NOTICES**

The address where the Corporation Division may mail notices to the Corporation is:

DWT Oregon Corp.  
1300 SW Fifth Avenue, Suite 2400  
Portland, OR 97201

**ARTICLE X  
INCORPORATOR**

The name and address of the incorporator of the Corporation are:

Clifford A. DeGroot  
1300 SW Fifth Avenue, Suite 2400  
Portland, OR 97201

The undersigned incorporator has executed these Articles of Incorporation on this 1st day of October, 2013.



Clifford A. DeGroot, Incorporator

Person to contact about this filing: Clifford A. DeGroot  
503.778.5350