

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM517357

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Universal Woods, Incorporated		03/19/2019	Corporation: KENTUCKY
RECEIVING PARTY DATA			
Name:	Universal Woods, LLC		
Street Address:	2600 Grassland Drive		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40299		
Entity Type:	Limited Liability Company: KENTUCKY		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	4048928	CHROMALUXE	
Registration Number:	4258391	CHROMALUXE	
Registration Number:	4048926	CHROMALUXE	
Registration Number:	3398127	CHROMALUXE	
Registration Number:	4660742	SWITCHCASE	
Registration Number:	4048922	TRUE TO YOUR VISION	
Registration Number:	4258392	UNISUB	
Registration Number:	4180391	UNISUB	
Registration Number:	2760967	UNISUB	
CORRESPONDENCE DATA			
Fax Number:	2033255001		
<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:	2033553827		
Email:	cbutler@fdh.com		
Correspondent Name:	Christopher Butler c/o Finn Dixon & Herl		
Address Line 1:	Six Landmark Square		
Address Line 2:	Floor Six		
Address Line 4:	Stamford, CONNECTICUT 06901		
NAME OF SUBMITTER:	Christopher Butler		

OP \$240.00 4048928

SIGNATURE:	/s/Christopher Butler
DATE SIGNED:	04/04/2019
Total Attachments: 5 source=Stamped Conversion - KY - Universal Woods#page1.tif source=Stamped Conversion - KY - Universal Woods#page2.tif source=Stamped Conversion - KY - Universal Woods#page3.tif source=Stamped Conversion - KY - Universal Woods#page4.tif source=Stamped Conversion - KY - Universal Woods#page5.tif	

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ADD

Allison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
3/19/2019 3:54 PM
Fee Receipt: \$40.00

EXECUTIO

ARTICLES OF ORGANIZATION
OF
UNIVERSAL WOODS, LLC
(a Kentucky limited liability company)

In compliance with the requirements of the Kentucky Revised Statutes, as amended (the "KRS"), the undersigned corporation, desiring to convert into a Kentucky limited liability company, sets forth the following facts:

- Article I:** The name of the limited liability company is **Universal Woods, LLC**.
- Article II:** The street address of the limited liability company's initial registered office in Kentucky is **306 W. Main Street, Suite 512, Frankfort, Kentucky 40601**, and the name of the initial registered agent at that office is **CT Corporation System**
- Article III:** The mailing address of the limited liability company's principal office is **2600 Grassland Dr., Louisville, KY 40299**.
- Article IV:** The limited liability company is to be managed by one or more managers.
- Article V:** This application and these Articles will be effective upon filing.
- Article VI:** The Board of Directors and sole shareholder of **Universal Woods, Incorporated** (the "Corporation") have approved the conversion of the Corporation into **Universal Woods, LLC**. Pursuant to the plan of conversion adopted by the Corporation's Board of Directors and sole shareholder, effective upon the filing of these Articles of Organization, the Corporation has been, and shall be, converted into a limited liability company.
- Article VII:** The former name of the limited liability company is **Universal Woods, Incorporated**.
- Article VIII:** All of the Corporation's outstanding shares were owned by one shareholder, who cast all of its votes in favor of the conversion. Accordingly, the number of votes cast for approval of the plan of conversion by the sole shareholder of the Corporation was sufficient for approval of the plan of conversion.

[Signature Page Follows]

[Signature Page to Articles of Organization – Universal Woods, LLC]

IN WITNESS WHEREOF, the undersigned being an officer or other duly authorized representative of said corporation, executes these Articles of Organization and verifies, subject to penalties of perjury, that the statements contained herein are true, on the 15th day of March, 2019.

Universal Woods, LLC.

By: 
Name: Paul Neumann
Title: President and Chief Executive Officer

The undersigned consents to serve as the registered agent on behalf of the limited liability company.

CT CORPORATION SYSTEM

By: 
Name: Angel Shearer
Title: Assistant Secretary

PLAN OF CONVERSION

THIS PLAN OF CONVERSION is adopted by Universal Woods, Incorporated, a Kentucky corporation (the "Company"), as of the 15th day of March, 2019.

WITNESSETH THAT:

WHEREAS, the Company is a corporation incorporated and existing under the laws of Kentucky; and

WHEREAS, the Company desires to convert into a Kentucky limited liability company (the "Conversion") governed by the Kentucky Revised Statutes (the "KRS"); and

WHEREAS, the sole shareholder (the "Shareholder") and the Board of Directors of the Company have approved the Conversion.

NOW, THEREFORE, the Company shall be converted, effective as of the Effective Time (as defined below), according to the following Plan of Conversion:

ARTICLE I

Name of Company and Converted Entity

The current name of the Company is "Universal Woods, Incorporated" The name of the Company following its conversion to a limited liability company pursuant to this Plan of Conversion shall be "Universal Woods, LLC" (the "Resulting Entity"). The street address and principal place of business of the Resulting Entity are 2600 Grassland Dr., Louisville, KY 40299.

ARTICLE II

Manner and Basis for Converting Shares;
Terms and Conditions of the Conversion

Section 2.1. The Conversion.

(a) **Effective Time of Conversion.** On the terms and subject to the conditions set forth in this Plan of Conversion and in accordance with the applicable provisions of the KRS, the Conversion shall be effective (the "Effective Time") upon the filing of the Articles of Organization of the Resulting Entity with the Kentucky Secretary of State (or, if applicable, such later time specified in such Articles of Organization).

(b) **Actions to be Taken Upon Effective Time of Conversion.** At the Effective Time, the Company shall be converted into the Resulting Entity.

Section 2.2 Conversion of Equity Securities. On the terms and subject to the conditions set forth in this Plan of Conversion, at the Effective Time, by virtue of the Conversion and without any action on the part of the Resulting Entity or the Company, all of the shares of the Company owned by the Shareholder, which are the only outstanding shares of the Company, shall be converted into 100% of the membership interests of the Resulting Entity.

Section 2.3 Further Assurances. If at any time the Resulting Entity shall consider or be advised that any further assignment, assurance or other action is necessary or desirable to vest in the Resulting Entity the title to any property or right of the Company or otherwise to carry out the purposes of this Plan of Entity Conversion, the proper officers, members, managers, or other agents of the Company shall execute and make all such proper assignments or assurances and take such other appropriate steps and actions incident thereto. The proper officers, members, managers or other agents of the Resulting Entity are hereby authorized in the name of the Company to take any and all such steps and actions as they deem advisable and appropriate in order to carry out the intent and purposes of this Plan of Entity Conversion.

ARTICLE III
Articles of Organization, Limited Liability Company Agreement,
and Managers and Officers of the Resulting Entity

At the Effective Time, the Articles of Organization of the Resulting Entity shall be as set forth on Schedule A attached hereto. At the Effective Time, the Shareholder, as the sole member of the Resulting Entity, shall appoint and elect Robert Tucker, Mark Langer and Paul Neumann as members of the Management Board (the "Board") of the Resulting Entity and the Board shall have the power to appoint the officers of the Resulting Entity. Each such manager and officer shall continue in office until such successor shall have been elected and qualified (or until the earlier of his or her resignation or removal), or as may be provided in the Resulting Entity's Limited Liability Company Agreement (as initially adopted by the Shareholder, as the sole member of the Resulting Entity).

The initial Limited Liability Company Agreement of the Resulting Entity shall be in accordance with the form of the Limited Liability Company Agreement set forth on Schedule B attached hereto.

Terms of Conversion. Upon the Conversion taking effect:

- a. The Company's Articles of Incorporation shall be deemed canceled, and the Resulting Company shall continue its existence under the laws of the Commonwealth of Kentucky.
- b. All property and contract rights owned by, and all rights, privileges, and immunities of the Company shall remain vested in the Resulting Company without assignment, reversion, or impairment.

c. All obligations of the Company shall continue as obligations of the Resulting Company.

d. Any action or proceeding pending against the Company may be continued as if the Conversion had not occurred, and the Resulting Company may be substituted in any pending action or proceeding for the Company.

e. The written operating agreement of the Resulting Company shall be binding upon each person who becomes a member of the Resulting Company, by reason of the Conversion or otherwise.

Amendment or Abandonment of Plan of Conversion. This Plan of Conversion may be amended or terminated at any time prior to the filing of the Articles of Organization.