

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM525634

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Monsoon, Inc.		03/02/2017	Corporation: NEVADA
RECEIVING PARTY DATA			
Name:	Monsoon, Inc.		
Street Address:	733 SW 2nd Avenue, Suite 215		
City:	Portland		
State/Country:	OREGON		
Postal Code:	97204		
Entity Type:	Corporation: OREGON		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3631137	MONSOON	
Registration Number:	3631138		
Registration Number:	3631141		
CORRESPONDENCE DATA			
Fax Number:	5032202480		
<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:	503-294-9848		
Email:	lisa.davis@stoel.com		
Correspondent Name:	Stoel Rives LLP - Matthew R. Wilmot		
Address Line 1:	760 SW Ninth Avenue, Suite 3000		
Address Line 4:	Portland, OREGON 97205		
ATTORNEY DOCKET NUMBER:	64518-2		
NAME OF SUBMITTER:	Lisa M. Davis, Paralegal		
SIGNATURE:	/lmd/		
DATE SIGNED:	05/30/2019		
Total Attachments: 7			
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ARTICLES OF CONVERSION

(Pursuant to ORS 60.476)

FILED

MAR 02 2017

**OREGON
SECRETARY OF STATE**

1. **Name of Business Entity Prior to Conversion:** Monsoon, Inc.
2. **Type of Business Entity Prior to Conversion:** Nevada corporation.
3. **Name of Business Entity After Conversion:** Monsoon, Inc.
4. **Type of Business Entity After the Conversion:** Oregon corporation.
5. **Plan of Conversion:** A copy of the Plan of Conversion is attached hereto as **Exhibit A.**

MONSOON, INC.

By: 

Name: David J. Hersh

Title: President

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MONSOON, INC.



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TRADEMARK

REEL: 006657 FRAME: 0501

Exhibit A
Plan of Conversion

(See attached.)

PLAN OF CONVERSION

(Pursuant to ORS 60.472)

Monsoon, Inc., an Nevada corporation, makes this Plan of Conversion pursuant to Section 60.472 of the Oregon Revised Statutes to convert from a Nevada corporation to an Oregon corporation (the "**Conversion**").

1. Name and Type of Entity Prior to Conversion.

The name and type of the business entity prior to the Conversion is Monsoon, Inc., a Nevada corporation (the "**Nevada Corporation**").

2. Name and Type of Entity After Conversion.

The name and type of the business entity after the Conversion will be Monsoon, Inc., an Oregon corporation (the "**Oregon Corporation**").

3. Summary of Material Terms and Conditions of Conversion.

A. The Conversion shall occur in accordance with the applicable provisions of Chapter 92A of the Nevada Revised Statutes, as amended, and the Oregon Business Corporation Act, as amended.

B. The officers and sole director of the Nevada Corporation will continue as the officers and sole director of the Oregon Corporation. The principal place of business in Oregon for the Oregon Corporation will remain 625 SW Broadway, Portland, OR 97205 and the registered agent in Oregon for the Oregon Corporation will be Unisearch, Inc., whose address is 325 13th St. NE, Suite 404, Salem, OR 97301.

C. Effective upon the Conversion, the Oregon Corporation will be governed by the Articles of Incorporation attached hereto as **Exhibit A**.

4. Manner and Basis of Converting the Ownership Interests of Each Owner into Ownership Interests of the Converted Business Entity.

The sole share of Common Stock, par value \$0.001 per share, of the Nevada Corporation (the "**Nevada Share**") outstanding immediately prior to the effectiveness of the Conversion shall, upon the effectiveness of the Conversion and without any further action by the holder thereof, be automatically converted into 800,000 shares of Common Stock of the Oregon Corporation (the "**Oregon Shares**") and, from and after the effectiveness of the Conversion, any stock certificate previously representing the Nevada Share shall represent the Oregon Shares until a new stock certificate is issued by the Oregon Corporation in replacement thereof.

5. Any Additional Information that the Statutes that Govern Converted Business Entities of the Type into Which the Business Entity Converted Require in the Organizational Document of the Converted Business Entity.

The Articles of Incorporation attached hereto as Exhibit A contain the information that the statutes governing the Oregon Corporation require in the organizational document of the Oregon Corporation.

Exhibit A

Articles of Incorporation

(See attached.)

**ARTICLES OF INCORPORATION
OF
MONSOON, INC.**

Article I

The name of the corporation is Monsoon, Inc. (the "**Corporation**").

Article II

The corporation is authorized to issue 1,500,000 shares of Common Stock.

Article III

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 shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Oregon Business Corporation Act, as amended (the "**Act**"). No amendment to the Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of the amendment.

Article IV

The Corporation shall indemnify to the fullest extent not prohibited by law any current or former director of the Corporation who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or other (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that such person is or was a director 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 or agent, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. The Corporation shall pay for or reimburse the reasonable expenses incurred by any such current or former director in any such proceeding in advance of the final disposition of the proceeding if the person sets forth in writing (i) the person's good faith belief that the person is entitled to indemnification under this Article and (ii) the person's agreement to repay all advances if it is ultimately determined that the person is not entitled to indemnification under this Article. No amendment to this Article that limits the Corporation's obligation to indemnify any person shall have any effect on such obligation for any act or omission that occurs prior to the later of the effective date of the amendment or the date notice of the amendment is given to the person. This Article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors, officers, employees, agents and fiduciaries that may be included in any statute, bylaw, agreement, general or specific action of the board of directors, vote of shareholders or other document or arrangement.

265022-94

Article V

Action required or permitted by the Act or these Articles 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.

Article VI

The street address and the mailing address of the initial registered office of the Corporation is 325 13th St. NE, Suite 404, Salem, OR 92301, and the name of its initial registered agent at that address is Unisearch, Inc..

Article VII

The mailing address for the Corporation for notices is c/o Unisearch, Inc., 325 13th St. NE, Suite 404, Salem, OR 97301.