

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM531715

<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>
Reddy Ice Corporation		07/01/2019	Corporation: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Reddy Ice LLC		
<b>Street Address:</b>	5720 LBJ Freeway, Suite 200		
<b>City:</b>	Dallas		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75240		
<b>Entity Type:</b>	Limited Liability Company: NEVADA		
<b>PROPERTY NUMBERS Total: 13</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1533504	CITY ICE	
<b>Registration Number:</b>	3234275	CRYSTAL CLASSIC CUBES	
<b>Registration Number:</b>	3234276	CRYSTAL CLASSIC CUBES GOURMET ICE CUBES	
<b>Registration Number:</b>	1574073	PREMIUM ICE	
<b>Registration Number:</b>	2680967	REDDY	
<b>Registration Number:</b>	2686355	REDDY ICE	
<b>Registration Number:</b>	2874281	REDDYICE	
<b>Registration Number:</b>	1242718	THE ICE FACTORY	
<b>Registration Number:</b>	4717743	REDDYICE	
<b>Registration Number:</b>	4747680	REDDY911	
<b>Registration Number:</b>	4753128	REDDY24/7	
<b>Registration Number:</b>	5297789	VALUE ICE	
<b>Registration Number:</b>	5297790	VALUE ICE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2142000853		
<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>	214.651.5304		
<b>Email:</b>	jessica.foda@haynesboone.com		

OP \$340.00 1533504

**Correspondent Name:** Mike McArthur, Haynes and Boone, LLP  
**Address Line 1:** 2323 Victory Avenue, Suite 700  
**Address Line 4:** Dallas, TEXAS 75219

**ATTORNEY DOCKET NUMBER:** 33878.11

**NAME OF SUBMITTER:** Mike McArthur

**SIGNATURE:** /Mike McArthur/

**DATE SIGNED:** 07/12/2019

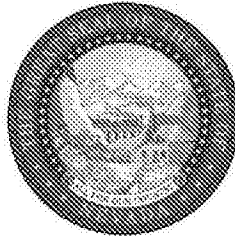
**Total Attachments: 6**

source=Reddy Ice LLC - Articles of Conversion - 2019#page1.tif  
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source=Reddy Ice LLC - Articles of Conversion - 2019#page5.tif  
source=Reddy Ice LLC - Articles of Conversion - 2019#page6.tif

STATE OF NEVADA

**BARBARA K. CEGAVSKE**  
*Secretary of State*

**KIMBERLEY PERONDI**  
*Deputy Secretary  
for Commercial Recordings*



**Commercial Recordings Division**  
202 N. Carson Street  
Carson City, NV 89701-4201  
Telephone (775) 684-5708  
Fax (775) 684-7138

OFFICE OF THE  
SECRETARY OF STATE

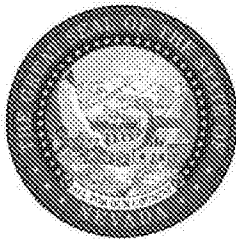
**Certified Copy**

July 1, 2019

**Job Number:** C20190701-0237  
**Reference Number:** 00011371691-39  
**Expedite:**  
**Through Date:**

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20190281226-73	Convert In	2 Pages/1 Copies
20190281227-84	Articles of Organization	2 Pages/1 Copies



Respectfully,

Barbara K. Cegavske  
Secretary of State

Certified By: Ashley Pion  
Certificate Number: C20190701-0237

**Commercial Recording Division**  
202 N. Carson Street  
Carson City, Nevada 89701-4201  
Telephone (775) 684-5708  
Fax (775) 684-7138

**TRADEMARK**  
**REEL: 006693 FRAME: 0256**



BARBARA K. CEGAVSKE  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 (775) 684-5708  
 Website: www.nvsos.gov



\*140304\*

**Articles of Conversion**  
 (PURSUANT TO NRS 92A.205)  
**Page 1**

Filed in the office of <i>Barbara K. Cegavske</i>	Document Number <b>20190281226-73</b>
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time <b>07/01/2019 8:00 AM</b>
	Entity Number <b>C19533-1998</b>

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

PLEASE NOTE: The charter document for the resulting entity *must* be submitted/filed simultaneously with the articles of conversion.

**Articles of Conversion**  
**(Pursuant to NRS 92A.205)**

**1. Name and jurisdiction of organization of constituent entity and resulting entity:**

Reddy Ice Corporation

Name of constituent entity

Nevada

Jurisdiction

Corporation

Entity type \*

and,

Reddy Ice LLC

Name of resulting entity

Nevada

Jurisdiction

Limited Liability Company

Entity type \*

**2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.**

**3. Location of plan of conversion: (check one)**

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

\* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1  
 Revised: 1-5-15

**TRADEMARK**  
**REEL: 006693 FRAME: 0257**



BARBARA K. CEGAVSKE  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
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**Articles of Conversion**  
 (PURSUANT TO NRS 92A.205)  
**Page 2**

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**4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):**

Attn:

c/o:

**5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)**

Date:  Time:

**6. Signatures - must be signed by:**

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity

X

Signature

Title

Date

\* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

**FILING FEE: \$350.00**

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

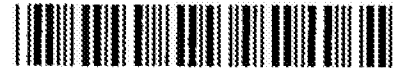
*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Conversion Page 2  
 Revised: 1-5-15

**TRADEMARK**  
**REEL: 00693 FRAME: 0258**



BARBARA K. CEGAVSKE  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
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 Website: www.nvsos.gov



\*050106\*

# Articles of Organization Limited-Liability Company

(PURSUANT TO NRS CHAPTER 86)

Filed in the office of <i>Barbara K. Cegavske</i>	Document Number <b>20190281227-84</b>
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time <b>07/01/2019 8:00 AM</b>
	Entity Number <b>C19533-1998</b>

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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<b>1. Name of Limited-Liability Company:</b> (must contain approved limited-liability company wording; see instructions)	Reddy Ice LLC	Check box if a Series Limited-Liability Company <input type="checkbox"/>	Check box if a Restricted Limited-Liability Company <input type="checkbox"/>
<b>2. Registered Agent for Service of Process:</b> (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: <u>C T Corporation System</u> Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) <span style="margin-left: 100px;">OR</span> <input type="checkbox"/> Office or Position with Entity (name and address below)		
	Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity Street Address _____ City _____ Nevada _____ Zip Code _____ Mailing Address (if different from street address) _____ City _____ Nevada _____ Zip Code _____		
<b>3. Dissolution Date:</b> (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual): _____		
<b>4. Management:</b> (required)	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) <b>OR</b> <input type="checkbox"/> Member(s) (check only one box)		
<b>5. Name and Address of each Manager or Managing Member:</b> (attach additional page if more than 3)	1) <u>Deborah Conklin</u> Name 5720 LBJ Freeway, Suite 200 _____ Dallas TX 75240 Street Address City State Zip Code		
	2) <u>Steven Janusek</u> Name 5720 LBJ Freeway, Suite 200 _____ Dallas TX 75240 Street Address City State Zip Code		
	3) <u>Michael Salvator</u> Name 5720 LBJ Freeway, Suite 200 _____ Dallas TX 75240 Street Address City State Zip Code		
<b>6. Name, Address and Signature of Organizer:</b> (attach additional page if more than 1 organizer)	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State. <u>Renee Blango-Michie</u> <input checked="" type="checkbox"/> <u>Renee Blango-Michie</u> Name Organizer Signature 100 N. City Parkway, Suite 1600 _____ Las Vegas NV 89106 Address City State Zip Code		
<b>7. Certificate of Acceptance of Appointment of Registered Agent:</b>	I hereby accept appointment as Registered Agent for the above named Entity. If the registered agent is unable to sign the Articles of Organization, submit a separate signed Registered Agent Acceptance form. <input checked="" type="checkbox"/> <u>Cardell Rankin</u> Cardell Rankin, Asst. Secretary <span style="float: right;">06/28/2019</span> Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date		

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 86 OLLC  
 Articles Revised: 9-26-17

**TRADEMARK**  
 REEL: 006693 FRAME: 0259

ATTACHMENT TO  
ARTICLES OF ORGANIZATION  
OF  
REDDY ICE LLC

The articles of organization (the "Articles of Organization") of Reddy Ice LLC (the "Company") consist of the articles set forth on the preceding page and the additional articles set forth on this attachment as follows:

5. Name and Address of Managers (continued)

Name: Adam Cohn

Address: 5720 LBJ Freeway, Suite 200, Dallas TX 75240

8. Payment of Expenses.

In addition to any other rights of indemnification permitted by the laws of the State of Nevada as may be provided for by the Company in these Articles of Organization, the Company's operating agreement or any other agreement, the expenses of any member or manager incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding arising by reason of the fact that such member or manager is or was a member or manager of the Company, must be paid by the Company, or through insurance purchased and maintained by the Company or through other financial arrangements made by the Company as permitted by the laws of the State of Nevada, as such expenses are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an unsecured undertaking by or on behalf of such member or manager to repay the amount if it is ultimately determined by a court of competent jurisdiction that such member or manager is not entitled to be indemnified by the Company.

Any repeal or modification of this Article 8 approved by the members of the Company shall be prospective only. In the event of any conflict between this Article 8 and any other article of these Articles of Organization, the terms and provisions of this Article 8 shall control.

9. Special Provision Regarding Distributions.

Notwithstanding anything to the contrary in these Articles of Organization or the operating agreement of the Company, the Company is hereby specifically permitted to make any distribution that otherwise would be prohibited by Nevada Revised Statutes 86.343(1)(b).

\* \* \* \* \*

**INITIAL/ANNUAL LIST OF MANAGERS OR MANAGING MEMBERS AND STATE BUSINESS LICENSE APPLICATION OF:**

Reddy Ice LLC

ENTITY NUMBER

NAME OF LIMITED-LIABILITY COMPANY

FOR THE FILING PERIOD OF July-2019 TO July-2020

USE BLACK INK ONLY - DO NOT HIGHLIGHT

**\*\*YOU MAY FILE THIS FORM ONLINE AT [www.nvsilverflume.gov](http://www.nvsilverflume.gov)\*\***

Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

**IMPORTANT:** Read instructions before completing and returning this form.

- Print or type names and addresses, either residence or business, for all manager or managing members. A Manager, or if none, a Managing Member of the LLC must sign the form. **FORM WILL BE RETURNED IF UNSIGNED.**
- If there are additional managers or managing members, attach a list of them to this form.
- Return completed form with the fee of \$150.00. A \$75.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
- State business license fee is \$200.00. Effective 2/1/2010, \$100.00 must be added for failure to file form by deadline.
- Make your check payable to the Secretary of State.
- Ordering Copies:** If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
- Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5796.
- Form must be in the possession of the Secretary of State on or before the last day of the month in which it is due. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties. Failure to include annual list and business license fees will result in rejection of filing.

Filed in the office of *Barbara K. Cegavske*  
 Barbara K. Cegavske  
 Secretary of State  
 State of Nevada

Document Number  
**20190281228-95**

Filing Date and Time  
**07/01/2019 8:00 AM**

Entity Number  
**C19533-1998**

ABOVE SPACE IS FOR OFFICE USE ONLY

ANNUAL LIST FILING FEE: \$150.00 LATE PENALTY: \$75.00 (if filing late) BUSINESS LICENSE FEE: \$200.00 LATE PENALTY: \$100.00 (if filing late)

**CHECK ONLY IF APPLICABLE AND ENTER EXEMPTION CODE IN BOX BELOW**

NRS 76.020 Exemption Codes

Pursuant to NRS Chapter 76, this entity is exempt from the business license fee. Exemption code:

- 001 - Governmental Entity
- 008 - NRS 680B.020 Insurance Co.

**NOTE:** If claiming an exemption, a notarized Declaration of Eligibility form must be attached. Failure to attach the Declaration of Eligibility form will result in rejection, which could result in late fees.

NAME: Deborah Conklin MANAGER OR MANAGING MEMBER

ADDRESS: 5720 LBJ Freeway, Suite 200 CITY: Dallas STATE: TX ZIP CODE: 75240

NAME: Steven Janusek MANAGER OR MANAGING MEMBER

ADDRESS: 5720 LBJ Freeway, Suite 200 CITY: Dallas STATE: TX ZIP CODE: 75240

NAME: Michael Salvator MANAGER OR MANAGING MEMBER

ADDRESS: 5720 LBJ Freeway, Suite 200 CITY: Dallas STATE: TX ZIP CODE: 75240

NAME: Adam Cohn MANAGER OR MANAGING MEMBER

ADDRESS: 5720 LBJ Freeway, Suite 200 CITY: Dallas STATE: TX ZIP CODE: 75240

None of the managers or managing members identified in the list of managers and managing members has been identified with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of a manager or managing member in furtherance of any unlawful conduct.

I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

**X**   
 Signature of Manager, Managing Member or Other Authorized Signature

Title: Manager Date: July 1, 2019

Nevada Secretary of State List  
 ManorMem  
 Form: 100403 Revised: 7-1-17