

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM533128

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ENGINEERED SPECIALTIES, LLC		07/17/2019	Limited Liability Company: WISCONSIN
RECEIVING PARTY DATA			
Name:	ENGINEERED SPECIALTIES, LLC		
Street Address:	6111 MILL CREEK DRIVE		
City:	AUBURNDALE		
State/Country:	WISCONSIN		
Postal Code:	54412		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4927141	RAPIDAIR	
Serial Number:	87703044	FASTPIPE	
CORRESPONDENCE DATA			
Fax Number:	3125778994		
<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:	312-902-5200		
Email:	deborah.wing@kattenlaw.com		
Correspondent Name:	Deborah Wing c/o Katten Muchin Rosenman		
Address Line 1:	525 West Monroe Street		
Address Line 4:	Chicago, ILLINOIS 60661		
ATTORNEY DOCKET NUMBER:	265115-00072		
NAME OF SUBMITTER:	Deborah A. Wing		
SIGNATURE:	/Deborah A. Wing/		
DATE SIGNED:	07/23/2019		
Total Attachments: 14			
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CH \$65.00 4927141

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For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 183

ENGINEERED SPECIALTIES, LLC

Received Date: 7/17/2019

Filed Date: 7/18/2019

Filing Fee: \$150.00

Expedited Fee: \$25.00

Total Fee: \$175.00

Entity ID#: E031759

FILING #1

Certificate of Conversion, converting a WI domestic LLC (Chap 183) into an unlicensed foreign LLC

Effective Date: July 17, 2019

OOS# 201907175353698



State of Wisconsin
 DEPARTMENT OF FINANCIAL INSTITUTIONS
 Division of Corporate & Consumer Services

FILING FEE \$150.00

Please check box for (Optional)
 Expedited service + \$25.00

FORM **1000**

CERTIFICATE OF CONVERSION

Sec. 178.1144, 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and
 183.1207(3) & (5), Wis. Stats.

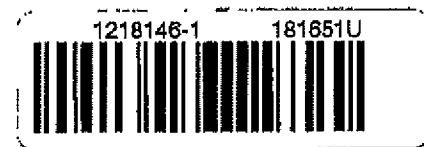
1. Before conversion:

Company Name: Engineered Specialties, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country *)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. After conversion:

Company Name: Engineered Specialties, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Delaware</u> (state or country)



3. A Plan of Conversion containing all the following parts is required to be attached as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the statement of partnership authority, registration statement, articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. If converting the entity to another state or country, the governing document is not required. (NOTE: Templates for each are included in this form. Use of the templates is optional.)
- G. Other provisions relating to the conversion, as determined by the business entity.

4. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

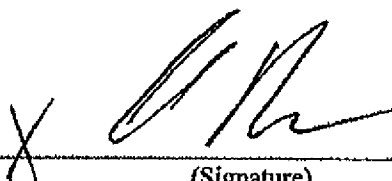
5. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION:**

Registered Agent (Agent for Service of Process): Andrew Carl Remus	Registered Office: 6111 Mill Creek Drive Auburndale, WI 54412
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION:**

Registered Agent (Agent for Service of Process): Corporation Service Company	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 251 Little Falls Drive Wilmington, DE 19808
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

7. Executed on 7/16/19 (date) by the business entity PRIOR TO ITS CONVERSION.



(Signature)

Mark (X) below the title of the person executing the document.

Andrew C. Remus

(Printed Name)

For a corporation
Title: President OR Secretary
or other officer title _____

For a limited partnership/general partnership/
limited liability partnership
Title: General Partner Partner

For a limited liability company
Title: Member OR Manager

This document was drafted by _____
Attorney Nicholas Burkett, Gerbers Law, S.C., 2391 Holmgren Way, Suite A, Green Bay, WI 54304

INSTRUCTIONS (Ref. Sec. 178.1141, 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Please use BLACK ink. Submit one original to State of WI-Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, (fees not yet set by rule), payable to the department. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, please visit www.wdfl.org/contact_us/ for current physical address). This document can be made available in alternate formats upon request to qualifying individuals with disabilities. The original must include an original manual signature. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 711 for TTY.

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 178.0102(4t) (5) & (6), 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Enter the company name, type of business entity, and state of organization of business entity after conversion.

DO NOT STAPLE

Sec. 178.1141,
179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

Optional Template

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



**Exhibit A
PLAN OF CONVERSION**

1. Before conversion:

Company Name: Engineered Specialties, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

2. After conversion:

Company Name: Engineered Specialties, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Delaware</u> (state or country)

3. The terms and conditions of the conversion.

All of the rights, privileges, and powers of Engineered Specialties, LLC, and all property and debts due to Engineered Specialties, LLC, as well as all other things and causes of action belonging to Engineered Specialties, LLC, shall remain vested in Engineered Specialties, LLC and shall be the property of Engineered Specialties, LLC. All actions and resolutions of the managers and members, as applicable, taken or adopted since the inception of Engineered Specialties, LLC prior to the effective date and time of conversion shall continue in full force and effect. All rights of creditors and all liens upon any property of Engineered Specialties, LLC shall be preserved, and all debts, liabilities, and duties of Engineered Specialties, LLC shall remain attached to Engineered Specialties, LLC and may be enforced against Engineered Specialties, LLC to the same extent as if those debts, liabilities, and duties had originally been incurred or contracted by Engineered Specialties, LLC in its capacity as a Delaware limited liability company.

Optional Template (continued)

4. The manner and basis of converting the shares or other ownership interests of the business entity that is to be converted into shares or other ownership interests of the new form of business entity (required).

The conversion shall not affect the number of units of Engineered Specialties, LLC that are issued and outstanding as of the effective date and time of conversion, and ownership percentages shall remain the same.

5. Other provisions relating to the conversion, as determined by the business entity.

N/A

6. (OPTIONAL) Delayed Effective Date and Time of Conversion

The effective date and time of conversion shall be _____ (date) at _____ (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached as Exhibit B. **If converting the entity to another state or country, the governing document is not required and will not be accepted.**

(NOTE: Templates for statement of partnership authority, registration statement, certificate of limited partnership, articles of incorporation, and articles of organization are included in this form.
Use of the templates is optional)

(Attach the appropriate governing document after conversion as Exhibit B)

CERTIFICATE OF CONVERSION

2391 Holmgren Way
Sulte A
Green Bay, WI 45304

▲ Please provide an email or postal mailing address for the filed copy of the document.

Your phone number during the day: 920-499-5700

INSTRUCTIONS (Cont'd)

3. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may either use the template Plan of Conversion provided in this form or may draft a Plan by other means.
4. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.
5. Except for general partnerships, provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership or general partnership, provide the address of its record or principal office.
6. Except for general partnerships, provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership or general partnership, also provide the address of its record or principal office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.
7. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.

United States of America
State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS



CERTIFICATE OF AUTHORITY or REGISTRATION

Issued to

ENGINEERED SPECIALTIES, LLC

an organization formed under the laws of

DELAWARE

authorizing the organization to transact business in this state effective July 17, 2019 as a
Foreign limited liability company, under sec. 183.1004 or 183.1006, Wis. Stats.



Date of Issue: July 18, 2019.

A handwritten signature in cursive script, reading "Mary Ann McCoshen".

MARY ANN MCCOSHEN, Administrator
Division of Corporate and Consumer Services
Department of Financial Institutions



Office use only

DFI/CORP/22(10/2015)

TRADEMARK
REEL: 006700 FRAME: 0863



State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

FILING FEE \$100.00+

(Optional) Expedited Service fee \$25.00

FORM **521**
Mandatory

Certificate of Registration
Foreign Limited Liability Company
Sec. 183.1004 Wis. Stats.

<p>1. Name of the foreign limited liability company (see instructions): Engineered Specialties, LLC</p> <p>If the company's name does not satisfy s. 183.0103(1) and (2), Wis. Stats., the foreign limited liability company must adopt a fictitious name that satisfies those requirements.</p>	
<p>2. Jurisdiction under whose laws this company is formed: <u>Delaware</u> (state or country)</p>	
<p>3. Date of organization in home jurisdiction: <u>July 17, 2019</u></p>	
<p>4. Street and mailing addresses of its principal office (or the address required to be maintained in the state or other jurisdiction of the organization): 6111 Mill Creek Drive Auburndale, WI 54412</p>	
<p>5. Name of registered agent: Andrew C. Remus</p>	<p>6. Street address of registered office in Wisconsin: 6111 Mill Creek Drive Auburndale, WI 54412</p>
<p>7. Management of the Foreign Limited Liability Company is vested in one or more managers. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

8. Has the company transacted business in Wisconsin without holding a Certificate of Registration?

- No -- If No, filing fee is \$100.00
 Yes -- if Yes, please complete the supplement on the following page determine the fee.

9. By signing this document, I certify that the applicant is a foreign limited liability company

Execution date: July 17, 2019

(signature)

Attorney-in-Fact

(title: manager, member or Attorney-in-Fact only)

10. This document was drafted by: Attorney Nicholas Burkett, Gerbers Law, S.C.
(Name the individual who drafted the document)



DFI/CORP/521(03/18) Use of this form is mandatory.

TRADEMARK
REEL: 006700 FRAME: 0864

REGISTRATION STATEMENT FOREIGN LIMITED LIABILITY COMPANY

Gerbers Law, S.C.
2391 Holmgren Way, Suite A
Green Bay, WI 54304

▲ Please provide an email or postal mailing address for the filed copy of the document.

Your phone number during the day: (920) 498-5700



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

FOREIGN LIMITED LIABILITY COMPANY - CERTIFICATE OF REGISTRATION APPLICATION - CHAP 183

ENGINEERED SPECIALTIES, LLC

Received Date: 7/17/2019

Filed Date: 7/18/2019

Filing Fee: \$100.00

Expedited Fee: \$25.00

Total Fee: \$125.00

Entity ID#: E054173

FILING #2

OOS# 201907175353835

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "ENGINEERED SPECIALTIES, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF CONVERSION, FILED THE SEVENTEENTH DAY OF JULY, A.D. 2019, AT 11:09 O`CLOCK A.M.

CERTIFICATE OF FORMATION, FILED THE SEVENTEENTH DAY OF JULY, A.D. 2019, AT 11:09 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "ENGINEERED SPECIALTIES, LLC".




Jeffrey W. Bullock, Secretary of State

7519299 8100H
SR# 20196039076

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203241414
Date: 07-18-19

TRADEMARK
REEL: 006700 FRAME: 0867

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:09 AM 07/17/2019
FILED 11:09 AM 07/17/2019
SR 20196011395 - File Number 7519299

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Wisconsin.
- 2.) The jurisdiction immediately prior to filing this Certificate is Wisconsin.
- 3.) The date the Non-Delaware Limited Liability Company first formed is April 4, 2003.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Engineered Specialties, LLC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Engineered Specialties, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
17th day of July, A.D. 2019

By: 
Authorized Person

Name: Andrew C. Remus
Print or Type

TRADEMARK

REEL: 006700 FRAME: 0868

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- **First:** The name of the limited liability company is Engineered Specialties, LLC
- **Second:** The address of its registered office in the State of Delaware is 251 Little Falls Drive in the City of Wilmington
Zip Code 19808
The name of its Registered agent at such address is Corporation Service Company

- **Third:** (Insert any other matters the members determine to include herein.)

Principal Address: 6111 Mill Creek Drive, Auburndale, WI
54412

In Witness Whereof, the undersigned have executed this Certificate of Formation this
17th day of July, 2019

By: 

Authorized Person(s)

Name: Andrew C. Remus

Typed or Printed

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:09 AM 07/17/2019
FILED 11:09 AM 07/17/2019

SR 20196011395 - File Number: 7519299

TRADEMARK

RECORDED: 07/23/2019

REEL: 006700 FRAME: 0869