

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM535399

| | | | |
|---|-------------------------------------|--------------------------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Arden Companies, Inc. | | 03/29/2017 | Corporation: MICHIGAN |
| RECEIVING PARTY DATA | | | |
| Name: | Arden Companies, LLC | | |
| Street Address: | 30400 Telegraph Rd, Suite 200 | | |
| City: | Bingham Farms | | |
| State/Country: | MICHIGAN | | |
| Postal Code: | 48025 | | |
| Entity Type: | Limited Liability Company: MICHIGAN | | |
| PROPERTY NUMBERS Total: 10 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 87368814 | ARDEN COMPANIES | |
| Serial Number: | 77975402 | ARDEN OUTDOORS | |
| Serial Number: | 87892340 | ARDEN SELECTIONS | |
| Serial Number: | 85203715 | EVERBLOC | |
| Serial Number: | 78729093 | EVERLUXE | |
| Serial Number: | 86714372 | EVERTRU | |
| Serial Number: | 86250896 | GLOBALLY CONNECTED. MAINSTREET MADE. | |
| Serial Number: | 77980330 | GREENER PATH SOLUTIONS | |
| Serial Number: | 85861291 | JOURNEY TO YOUR OWN BACKYARD | |
| Serial Number: | 87475360 | SELECTIONS BY ARDEN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6022072183 | | |
| <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: | 6022813733 | | |
| Email: | feickstaedt@central.com | | |
| Correspondent Name: | Central Garden & Pet Company | | |
| Address Line 1: | 301 West Osborn Road | | |
| Address Line 2: | Legal Department | | |
| Address Line 4: | Phoenix, ARIZONA 85013 | | |

CH \$265.00 87368814

| | |
|---|---------------------|
| NAME OF SUBMITTER: | Filomena Eickstaedt |
| SIGNATURE: | /feickstaedt/ |
| DATE SIGNED: | 08/06/2019 |
| Total Attachments: 6 source=Arden Companies, Inc. to Arden Companies, LLC#page1.tif source=Arden Companies, Inc. to Arden Companies, LLC#page2.tif source=Arden Companies, Inc. to Arden Companies, LLC#page3.tif source=Arden Companies, Inc. to Arden Companies, LLC#page4.tif source=Arden Companies, Inc. to Arden Companies, LLC#page5.tif source=Arden Companies, Inc. to Arden Companies, LLC#page6.tif | |

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

FILING ENDORSEMENT

This is to Certify that the CERTIFICATE OF CONVERSION AND ARTICLES OF ORGANIZATION

for

ARDEN COMPANIES, INC.

ID Number: 062434

TO

ARDEN COMPANIES, LLC

ID Number: F1412W

received by facsimile transmission on March 29, 2017 is hereby endorsed filed on

March 29, 2017, by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 29th day of March, 2017.

Julia Dale

***Julia Dale, Director
Corporations, Securities & Commercial Licensing Bureau***

Sent by Facsimile Transmission

CECL/CO-884 (Rev. 02/17)

| MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU | | | | | | | | | | |
|---|--|--|--|--|--|--|--|---------------------|-------------|-------------------|
| Date Received | (FOR BUREAU USE ONLY) | | | | | | | | | |
| | This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document. | | | | | | | | | |
| <table border="1" style="width: 100%;"> <tr> <td colspan="3">Name Gayle Aiken, Honigman, Miller, Schwartz and Cohn LLP</td> </tr> <tr> <td colspan="3">Address 650 Woodward Ave., 2290 First National Building</td> </tr> <tr> <td>City Detroit, MI</td> <td>State MI</td> <td>ZIP Code 48226</td> </tr> </table> | | Name Gayle Aiken, Honigman, Miller, Schwartz and Cohn LLP | | | Address 650 Woodward Ave., 2290 First National Building | | | City Detroit, MI | State MI | ZIP Code 48226 |
| Name Gayle Aiken, Honigman, Miller, Schwartz and Cohn LLP | | | | | | | | | | |
| Address 650 Woodward Ave., 2290 First National Building | | | | | | | | | | |
| City Detroit, MI | State MI | ZIP Code 48226 | | | | | | | | |
| EFFECTIVE DATE: | | | | | | | | | | |

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

CERTIFICATE OF CONVERSION

For use by a Corporation Converting Into a Business Organization

Pursuant to the provisions of Act 264, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies), and Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate of Conversion.

1. Before Conversion

| | | |
|---------------------------------------|---|--------------------------------|
| Entity Name: Arden Companies, Inc. | | Entity ID: 062434 |
| Indicate (X) Entity Type | <input checked="" type="checkbox"/> | Domestic Profit Corporation |
| | <input type="checkbox"/> | Domestic Nonprofit Corporation |
| | Street Address, if different than the one provided in Item 3: | |
| | <input type="checkbox"/> | Foreign Profit Corporation |
| | <input type="checkbox"/> | Foreign Nonprofit Corporation |

2. After Conversion

| | | |
|--|-------------------------------------|------------------------------------|
| Entity Name: Arden Companies, LLC | | |
| Indicate (X) Entity Type | <input type="checkbox"/> | Domestic Profit Corporation |
| | <input type="checkbox"/> | Domestic Nonprofit Corporation |
| | <input type="checkbox"/> | Foreign Profit Corporation |
| | <input type="checkbox"/> | Foreign Nonprofit Corporation |
| | <input checked="" type="checkbox"/> | Domestic Limited Liability Company |
| | <input type="checkbox"/> | Foreign Limited Liability Company |
| <p>If the converting corporation is a domestic corporation that has not commenced business, has not issued any shares or memberships, and has not elected a board of directors, proceed to Item 9.</p> <p>If the converting corporation is a domestic corporation that has commenced business or a foreign corporation, proceed to Item 3.</p> | | |

03/29/2017 2:50PM (GMT-04:00)

3. Surviving Business Organization

| |
|--|
| Governing Statute: Michigan Limited Liability Company Act |
| Street Address: 30400 Telegraph Road, Suite 200, Bingham Farms, MI 48025 |
| Principal Place of Business: 30400 Telegraph Road, Suite 200, Bingham Farms, MI 48025 |

4. Complete only if converting a profit corporation.

| |
|---|
| Designation and number of outstanding shares in each class and series <u>8,344 shares of Common Stock</u> |
| Indicate class and series of shares entitled to vote <u>Common Stock</u> |
| Indicate class and series entitled to vote as a class, if any <u>N/A</u> |
| If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows: <u>N/A</u> |

5. Complete only if converting a nonprofit corporation and it is organized on a stock basis.

| |
|---|
| Designation and number of outstanding shares in each class _____ |
| Indicate class of shares entitled to vote _____ |
| Indicate class of shares entitled to vote as a class, if any _____ |
| If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows: |

6. Complete only if converting a nonprofit corporation and it is organized on a membership basis.

| |
|---|
| For a corporation organized on a membership basis, state (a) a description of its members and (b) the number, classification, and voting rights of its members: |
|---|

7. Complete only if converting a nonprofit corporation and it is organized on directorship basis.

| |
|---|
| For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors: |
|---|

8. The manner and basis of converting the shares or memberships of the converting corporation into ownership interests or obligations of the surviving business organization, into cash, into other consideration that may include ownership interests or obligations of an entity that is not a party to the conversion, or into a combination of cash and other consideration.

At the Effective Time, the outstanding shares of Common Stock of the Corporation held by the sole shareholder of the Corporation shall be converted into 100% of the membership interests of the limited liability company.

9. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document by the administrator.)

The conversion is effective on the _____ day of _____, _____.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any shareholder or member of the converting corporation.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

10. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

| Assumed Name | Expiration Date |
|--------------|-----------------|
| | |
| | |
| | |

11. The converting corporation's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization:

| Assumed Name | Expiration Date |
|--------------|-----------------|
| | |
| | |

12. Signatures: Complete only Section (a) or (b) if the converting corporation is domestic.
Complete only (c) if the converting corporation is foreign.

Complete if the domestic corporation has not commenced business:

a) The plan of conversion was approved by unanimous consent of the incorporators of the converting domestic corporation and the corporation has not yet commenced business, has not issued any shares or memberships, and has not elected a board of directors in accordance with Section 745(1)(d) of the Act.

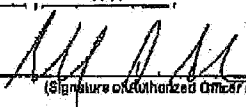
Signed this _____ day of _____

| | |
|--------------------------------------|--------------------------------------|
| _____ (Signature of Incorporator) | _____ (Signature of Incorporator) |
| _____ (Type or Print Name) | _____ (Type or Print Name) |
| _____ (Signature of Incorporator) | _____ (Signature of Incorporator) |
| _____ (Type or Print Name) | _____ (Type or Print Name) |

Complete if the domestic corporation has commenced business:

b) The plan of conversion was adopted by the Board of Directors and approved by the shareholders of the domestic corporation in accordance with Section 745(1)(c) of the Act.

Signed this 29th day of March, 2017

By 
(Signature of Authorized Officer or Agent)

Robert Sechs, Chairman
(Type or Print Name)

Complete only if the converting corporation is foreign:

c) The plan of conversion was adopted and submitted for approval in the manner required by the law governing the internal affairs of the converting foreign corporation.

Signed this _____ day of _____

By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

CSCL/CD-700 (Rev. 08/15)

| MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU | | | | | | | | | | | | | |
|--|--|--|--|--|--|--|--|------|-------|----------|-------------|--|-------|
| Date Received | (FOR BUREAU USE ONLY) | | | | | | | | | | | | |
| | This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document. | | | | | | | | | | | | |
| <table border="1"> <tr> <td colspan="3">Name Gayle Alken, Honigman, Miller, Schwartz and Cohn LLP</td> </tr> <tr> <td colspan="3">Address 660 Woodward Ave., 229D First National Building</td> </tr> <tr> <td>City</td> <td>State</td> <td>ZIP Code</td> </tr> <tr> <td>Detroit, MI</td> <td></td> <td>48228</td> </tr> </table> | | Name Gayle Alken, Honigman, Miller, Schwartz and Cohn LLP | | | Address 660 Woodward Ave., 229D First National Building | | | City | State | ZIP Code | Detroit, MI | | 48228 |
| Name Gayle Alken, Honigman, Miller, Schwartz and Cohn LLP | | | | | | | | | | | | | |
| Address 660 Woodward Ave., 229D First National Building | | | | | | | | | | | | | |
| City | State | ZIP Code | | | | | | | | | | | |
| Detroit, MI | | 48228 | | | | | | | | | | | |
| | EFFECTIVE DATE: | | | | | | | | | | | | |

Document will be returned to the name and address you enter above. If left blank, document will be returned to the registered office.

ARTICLES OF ORGANIZATION
For use by Domestic Limited Liability Companies
(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned executes the following Articles:

ARTICLE I

The name of the limited liability company is: Arden Companies, LLC

ARTICLE II

The purpose or purposes for which the limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

ARTICLE III

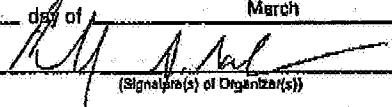
The duration of the limited liability company if other than perpetual is: perpetual

ARTICLE IV

- The name of the resident agent at the registered office is: Registered Agent Solutions, Inc.
- The street address of the location of the registered office is:
2285 S. Michigan Rd., Eaton Rapids, Michigan 48827
(Street Address) (City) (Zip Code)
- The mailing address of the registered office if different than above:
P.O. Box 266 Eaton Rapids, Michigan 48827
(P.O. Box or Street Address) (City) (Zip Code)

ARTICLE V (Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

The business of the limited liability company shall be managed by or under the authority of one or more managers.

Signed this 29th day of March 2017
By 
(Signature(s) of Organizer(s))
Robert Sachs
(Type or Print Name(s) of Organizer(s))

03/29/2017 2:50PM (GMT-04:00)