

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM538898

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mortara Instrument, Inc.		09/30/2017	Corporation: WISCONSIN
RECEIVING PARTY DATA			
Name:	Mortara Instrument, LLC		
Street Address:	7865 North 86th Street		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53224		
Entity Type:	Limited Liability Company: WISCONSIN		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	0811773	BURDICK	
Registration Number:	1345899	BURDICK	
Registration Number:	2989028	ELI	
Registration Number:	1503659	E-SCRIBE	
Registration Number:	1827359	HSCRIBE	
Registration Number:	1784660	M	
Registration Number:	1514402	MORTARA	
Registration Number:	2592510	Q-STRESS	
Registration Number:	1704186	Q-TEL	
Registration Number:	1431861	QUIK-TRACE	
Registration Number:	3448610	VERITAS	
Registration Number:	1761202	X-SCRIBE	
CORRESPONDENCE DATA			
Fax Number:	2127352000		
<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:	2127353000		
Email:	jselle@skadden.com		
Correspondent Name:	Skadden, Arps, Slate, Meagher & Flom LLP		
Address Line 1:	Four Times Square		
TRADEMARK			

CH \$315.00 0811773

Address Line 2: Attn: Justin Selle
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 162350/4

NAME OF SUBMITTER: Oren Epstein

SIGNATURE: /OE/

DATE SIGNED: 08/30/2019

Total Attachments: 11

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DFI/CORP/30
DOCUMENT
2011

United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS .

To All to Whom These Presents Shall Come, Greeting:

I, Mary Ann McCoshen, Administrator, Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department.

A handwritten signature in black ink that reads "Mary Ann McCoshen".

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

DATE: August 27, 2019

BY: Rebecca Lin

TRADEMARK

REEL: 006733 FRAME: 0591

FILING FEE \$150.00

OPTIONAL EXPEDITED SERVICE + \$25.00

DO NOT STAPLE

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

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



CERTIFICATE OF CONVERSION

1. Before conversion:

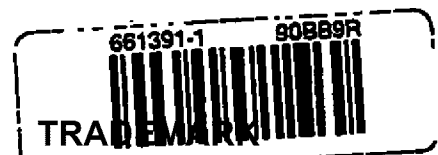
Company Name: <p style="text-align: center;">Mortara Instrument, Inc.</p>		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input 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: <p style="text-align: center;">Mortara Instrument, LLC</p>		
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)

DFI/CORP/1000 (0703/17)



REEL: 006733 FRAME: 0592

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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): Brian L. Brenegan	Registered Office: 7865 North 86th Street Milwaukee, WI 53224-3431
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): Darren Kozik	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 7865 North 86th Street Milwaukee, WI 53224-3431
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

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7. Executed on September 29, 2017 (date) by the business entity PRIOR TO ITS CONVERSION

Justin Morlara
.....
(Signature)

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

Justin L. Morlara

.....
(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 Vincent J. Beres, Esq.

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 along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 178.0108, 179.14 (2)(c), 180.0103 (1G), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.

Mailing Address: Dept. of Financial Institutions Box 93348 Milwaukee WI 53293-0348	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 201 W. Washington Ave - Suite 300 Madison WI 53703	Phone: 608-261-7577 TTY: 711
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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(4)(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.

PLAN OF CONVERSION OF
MORTARA INSTRUMENT, INC. INTO
MORTARA INSTRUMENT, LLC

This PLAN OF CONVERSION (this "Plan"), dated as of September 30, 2017, is hereby adopted by MORTARA INSTRUMENT, INC., a Wisconsin corporation (the "Corporation"), in accordance with Section 180.1161 of the Wisconsin Business Corporation Law.

RECITALS

A. The Corporation is a corporation incorporated and existing under Chapter 180 of the Wisconsin Statutes.

B. The Corporation's authorized capital stock consists of 150,000 shares of Class A Voting Common Stock and 1,350,000 shares of Class B Nonvoting Common Stock. There are currently 62,620 shares of Class A Voting Common Stock and 1,017,715.50 shares of Class B Nonvoting Common Stock issued and outstanding (the "Common Stock").

C. The sole shareholder and directors of the Corporation deem it advisable for the benefit of the Corporation and its sole shareholder that the Corporation be converted into a Wisconsin limited liability company under and pursuant to the Wisconsin Business Corporation Law ("WBCL").

D. The sole shareholder and the directors of the Corporation have approved the conversion of the Corporation into a Wisconsin limited liability company under the terms and conditions set forth below.

PLAN OF CONVERSION

In consideration of the Recitals, the Corporation hereby adopts the following Plan of Conversion:

ARTICLE I
THE CONVERSION

At the Effective Date (as defined below), upon the terms and subject to the conditions of this Plan, and in accordance with the WBCL, Mortara Instrument, Inc., a Wisconsin corporation, shall be converted into a limited liability company organized and existing under Chapter 183 of the Wisconsin Statutes and shall be named Mortara Instrument, LLC (the "Conversion"). Following the Conversion, the Corporation shall cease to exist as a Wisconsin corporation and shall instead exist as a Wisconsin limited liability company.

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ARTICLE II
EFFECTIVE DATE

Subject to the terms and conditions set forth in this Plan, a Certificate of Conversion shall be duly executed and acknowledged by the Corporation and thereafter delivered to the Department of Financial Institutions of the State of Wisconsin for filing pursuant to the WBCL. The Conversion shall become effective as of September 30, 2017 (the "Effective Date").

ARTICLE III
EFFECTS OF THE CONVERSION

The Conversion shall have the effects set forth in the WBCL. Without limiting the generality of the foregoing, at the Effective Date, all the properties, rights, privileges, powers and franchises of the Corporation shall vest in Mortara Instrument, LLC and all debts, liabilities and duties of the Corporation shall become the debts, liabilities and duties of Mortara Instrument, LLC.

ARTICLE IV
ARTICLES OF ORGANIZATION

The Articles of Organization of Mortara Instrument, LLC, which shall take effect on the Effective Date, are attached hereto as Exhibit A.

ARTICLE V
CONVERSION OF SHARES

At the Effective Date, the outstanding shares of Class A and Class B Common Stock of the Corporation which are issued and outstanding immediately prior to the Effective Date shall, by virtue of the Conversion and without any action on the part of the Corporation or the holder of the shares of Common Stock, be collectively converted into and shall thereafter collectively represent a 100% limited liability company membership interest in Mortara Instrument, LLC. The outstanding certificates representing shares of Common Stock shall thereafter be void and of no further force or effect.

*[Remainder of page intentionally left blank;
signature page follows.]*

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Dated as of the date first written above

MORTARA INSTRUMENT INC.

BY *Justin L. Mortara*
Justin L. Mortara, President

37321100

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EXHIBIT A

Articles of Organization

See attached.

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State of Wisconsin
Department of Financial Institutions

ARTICLES OF ORGANIZATION - LIMITED LIABILITY COMPANY
(organized under Chapter 183 of the Wisconsin Statutes)

- Article 1. **Name of the limited liability company:**
Mortara Instrument, LLC
- Article 2. **The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.**
- Article 3. **Name of the registered agent:**
Darren Kozik
- Article 4. **Street address of the registered office:**
7865 North 86th Street
Milwaukee, WI 53224-3431
United States of America
- Article 5. **Management of the limited liability company shall be vested in:**
Its members

This document was drafted by Vincent J. Beres, Esq.

37382160

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CERTIFICATE OF CONVERSION

┌ ┐
 Brenda Lindsay, Paralegal
 Reinhart, Boerner, Van Deuren, s.c.
 N16W23250 Stone Ridge Drive, Suite One
 Waukesha, WI 53188

└ ┘
 ▲ Enter your return address within the bracket above.

Phone number during the day: 262-951-4609

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.



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 180

MORTARA INSTRUMENT, INC.

Received Date: 9/29/2017

Filed Date: 10/2/2017

Filing Fee: \$150.00

Expedited Fee: \$25.00

Total Fee: \$175.00

Entity ID#: 1M22719

Certificate of Conversion, converting a WI domestic Corp (Chap 180) into a WI domestic LLC (Chap 183)

Name Change
Changes Registered Agent
Effective Date: September 30, 2017

OOS# 201709295364133