

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM540012

<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>
MIMCO, INC.		02/08/2019	Corporation: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MIMCO, LLC		
<b>Street Address:</b>	6500 Montana Avenue		
<b>City:</b>	El Paso		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	79925		
<b>Entity Type:</b>	Limited Liability Company: TEXAS		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4069867		
<b>Registration Number:</b>	4062571	MIMCO INC.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3125777007		
<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>	312-577-7000		
<b>Email:</b>	trademark@fitcheven.com		
<b>Correspondent Name:</b>	Alisa C. Simmons		
<b>Address Line 1:</b>	120 South LaSalle Street		
<b>Address Line 2:</b>	Suite 2100		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60603		
<b>ATTORNEY DOCKET NUMBER:</b>	9227-99127		
<b>NAME OF SUBMITTER:</b>	Alisa Simmons		
<b>SIGNATURE:</b>	/Alisa Simmons/		
<b>DATE SIGNED:</b>	09/09/2019		
<b>Total Attachments: 6</b>			
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Corporations Section

STATE OF TEXAS  
CERTIFICATE OF CONVERSION  
FROM A TEXAS FOR-PROFIT CORPORATION  
TO A TEXAS LIMITED LIABILITY COMPANY

The undersigned signs this Certificate of Conversion from a Texas For-Profit Corporation to a Texas Limited Liability Company (this "Certificate") as of October 30, 2018 for the purpose of converting a Texas for-profit corporation to a Texas limited liability company pursuant to Sections 10.154 and 10.155 of the Texas Business Organizations Code (the "Texas Code") and certifies as follows:

1. The name and principal place of business address, organizational form, state of formation, date of formation and file number issued by the secretary of state of the converting entity is as follows:

Name and Address: MIMCO, Inc.  
6500 Montana  
El Paso, Texas 79925

Organizational Form: For-Profit Corporation

State of Formation: Texas

Date of Formation: March 3, 1986

File Number 78796500

2. The name and principal place of business address, state of formation, and organizational form of the converted entity will be as follows:

Name and Address: MIMCO, LLC  
6500 Montana  
El Paso, Texas 79925

State of Formation: Texas

Organizational Form: Limited Liability Company

3. A plan of conversion (the "Plan") was approved in accordance with Section 10.107(c) of the Texas Code under which the converting entity will be converted into the converted entity.

4. An executed copy of the Plan is on file at the converting entity's principal place of business, and, from and after the conversion, an executed Plan will be on file at the principal place of business of the converted entity.

5. A copy of the Plan will be furnished by the converting entity (before the conversion) or by the converted entity (after the conversion) on written request and without cost to any owner or member of the converting entity or the converted entity.

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Secretary of State

TRADEMARK

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6. The Plan has been duly authorized by all action required by the laws of Texas and by the governing documents of the converting entity.

7. The owner of the converting entity has waived any applicable notice of conversion requirement under the laws of Texas.

8. Two copies of the Certificate of Formation of the converted entity shall be filed with the Texas Secretary of State with this certificate of conversion.

9. The converted entity will be liable for the payment of all fees and franchise taxes of the converting entity, if any.

10. The conversion will become effective when this Certificate is accepted and filed by the secretary of state.

*[Signature Page Follows]*

The undersigned signs, as of the date first set forth above, this Certificate subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

MIMCO, INC.

By: 

\_\_\_\_\_  
Meyer D. Marcus, President

*{Certificate of Conversion - Signature Page}*

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**CERTIFICATE OF FORMATION OF  
MIMCO, LLC**

**Corporations Section**

The undersigned signs this Certificate of Formation as of October 30, 2018, and certifies as follows:

1. The name of the filing entity is MIMCO, LLC (the "Company"). The filing entity is a limited liability company.

2. The name of the registered agent and the business address of the registered agent and the registered office address is as follows:

Capitol Corporate Services, Inc.  
206 E. 9<sup>th</sup> Street, Suite 1300  
Austin, Texas 78701-4411

3. The Company will have managers. The names and addresses of the initial managers are as follows:

Name	Address
Meyer D. Marcus	6500 Montana El Paso, Texas 79925
Clement L. Marcus	6500 Montana El Paso, Texas 79925

The managers may delegate authority in the manner provided in the company agreement. The managers may also designate one or more persons to be officers of the Company. Unless the managers decide otherwise, if the title is one commonly used for officers of a business corporation formed under the Texas Business Organizations Code, the assignment of such title shall constitute the delegation to such officer of the authority and duties that are normally associated with that office.

4. The purpose for which the Company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

5. No manager or officer of the Company shall be liable for monetary damages to the Company for any act or omission in the manager's or officer's capacity as a manager or officer of the Company, except that this Article 5 does not eliminate or limit the liability of a manager or officer to the extent the manager or officer is found liable for: (a) a breach of the manager's or officer's duty of loyalty to the Company; (b) an act or omission not in good faith that constitutes a breach of duty of the manager or officer to the Company or that involves intentional misconduct or a knowing violation of law; (c) a transaction from which a manager or officer received an improper benefit, regardless of whether the benefit resulted from an action

taken within the scope of the manager's or officer's duties; or (d) an act or omission for which the liability of a manager or officer is expressly provided for by an applicable statute.

6. The Company is being formed pursuant to a plan of conversion (the "Plan"). The existence of the Company begins on the effectiveness of the conversion pursuant to the Plan and the persons to be members of the Company shall become members as of that time.

7. The name and principal place of business address, jurisdiction of formation, organizational form, date of formation, and file number of the entity that is converting into the Company pursuant to the Plan is as follows:

Name and Address:	MIMCO, Inc. 6500 Montana El Paso, Texas 79925
Organizational Form:	For-Profit Corporation
State of Formation:	Texas
Date of Formation:	March 3, 1986
File Number	78796500

*[Signature Page Follows]*

The undersigned signs, as of the date first set forth above, this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

MIMCO, INC.

By: 

\_\_\_\_\_  
Meyer D. Marcus, President

*{Certificate of Formation - Signature Page}*