

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM543098

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Micronet, Inc.		09/27/2019	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	Growthzone, LLC		
Street Address:	4837 County Road 77		
City:	Nisswa		
State/Country:	MINNESOTA		
Postal Code:	56468		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5701383	CHAMBERMASTER	
Registration Number:	5356561	GROWTHZONE	
Registration Number:	4873445	MEMBERZONE	
Registration Number:	3300997	BUILDER FUSION	
CORRESPONDENCE DATA			
Fax Number:	6126324444		
<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:	(612) 632-3483		
Email:	trademark@gpmlaw.com		
Correspondent Name:	Amanda McAllister		
Address Line 1:	500 IDS Center, 80 South Eighth Street		
Address Line 4:	Minneapolis, MINNESOTA 55402		
NAME OF SUBMITTER:	Cynthia Hefferan, Paralegal		
SIGNATURE:	/Cynthia Hefferan/		
DATE SIGNED:	09/30/2019		
Total Attachments: 8			
source=Filed --- F Reorg - GrowthZone LLC (DE Certified Formation) v1#page1.tif			
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source=Filed --- F Reorg - MicroNet, Inc. (Conversion) v1#page1.tif			

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Delaware

Page 1

The First State

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "GROWTHZONE, LLC",
FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF SEPTEMBER,
A.D. 2019, AT 2:06 O`CLOCK P.M.*




Jeffrey W. Bullock, Secretary of State

7629566 8100
SR# 20197270403

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

Authentication: 203683933
Date: 09-27-19

TRADEMARK
REEL: 006758 FRAME: 0062

**STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION**

• **First:** The name of the limited liability company is GrowthZone, LLC

• **Second:** The address of its registered office in the State of Delaware is
28 Old Rudnick Lane in the City of Dover
Zip Code 19901

The name of its Registered agent at such address is Unisearch, Inc.

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

In Witness Whereof, the undersigned have executed this Certificate of Formation this
27 day of September, 2019.

By: 
Authorized Person(s)

Name: Scott Juranek
Typed or Printed



ARTICLES OF CONVERSION
OF
MICRONET, INC.
INTO
GROWTHZONE, LLC

Pursuant to the provisions of the Minnesota Business Corporation Act, Minnesota Statutes Chapter 302A, and the Delaware Limited Liability Company Act, Title 6, Chapter 18 of the Delaware Code, the following Articles of Conversion are executed as of the date hereinafter set forth:

1. Attached hereto as Exhibit A is a copy of the Plan of Conversion of MicroNet, Inc., into GrowthZone, LLC ("Plan").
2. Pursuant to the Plan, MicroNet, Inc., a Minnesota corporation ("Converting Organization"), is being converted into GrowthZone, LLC, a Delaware limited liability company ("Converted Organization").
3. The Converted Organization will be governed by the Delaware Limited Liability Company Act, Title 6, Chapter 18 of the Delaware Code.
4. The Plan has been approved as required by Section 302A.684 of the Minnesota Statutes and Title 6, Chapter 18 of the Delaware Code.
5. The conversion will be effective upon the filing of a Certificate of Conversion with the Delaware Secretary of State.
6. The street address of an office of the Converted Organization that the Secretary of State of the State of Minnesota may use for the purposes of Section 302A.691, subd. 3, of the Minnesota Statutes is: 4837 Co. Rd. 77, Nisswa, Minnesota 56468.

Dated: September 27, 2019

MICRONET, INC.

By:


Scott Juránek, Chief Executive Officer

PLAN OF CONVERSION
of
MICRONET, INC.,
a Minnesota corporation,
into
GROWTHZONE, LLC,
a Delaware limited liability company

This Plan of Conversion ("Plan") is entered into effective as of the Effective Date (as defined below) and provides for the conversion of MICRONET, INC., a Minnesota corporation, into GROWTHZONE, LLC, a Delaware limited liability company. The terms and conditions of the conversion are as follows:

1. **Converting Organization.** The name of the converting organization under this Plan is MicroNet, Inc., a corporation governed by the Minnesota Business Corporation Act, Chapter 302A of the Minnesota Statutes ("Converting Organization").
2. **Converted Organization.** The name of the converted organization under this Plan is to be GrowthZone, LLC, a limited liability company governed by the Delaware Limited Liability Company Act, Title 6, Chapter 18 of the Delaware Code ("Converted Organization").
3. **Effective Date.** The effective date of the conversion contemplated hereunder is the time at which both the Articles of Conversion and the Certificate of Conversion are filed with the Minnesota Secretary of State and the Delaware Secretary of State, respectively ("Effective Date"), on which date the Converting Organization will be converted into the Converted Organization ("Conversion").
4. **Conversion of Shares Into Units.** As of the Effective Date, each outstanding share of common stock of the Converting Organization will automatically convert into one (1) unit of membership interest of the Converted Organization.
5. **Certificate of Formation.** The Certificate of Formation of GrowthZone, LLC, attached hereto as Annex I, will be the Certificate of Formation of the Converted Organization as of the Effective Date.
6. **Management.** The Board of Directors of the Converting Organization immediately prior to the Effective Date will be dissolved in connection with the Conversion, and the Converted Organization will be a member-managed limited liability company as of and after the Effective Date, unless and until a Board of Managers is thereafter elected by the member(s) of the Converted Organization. As of and after the Effective Date, the officers of the Converted Organization will be as set forth in the Limited Liability Company Agreement of the Converted Organization or as otherwise appointed by the member(s) of the Converted Organization.

7. **Actions to Give Effect.** Upon adoption and approval of the Conversion by the Board of Directors and the sole shareholder of the Converting Organization in accordance with the Minnesota Business Corporation Act, (a) Articles of Conversion will be executed and delivered to the Secretary of State of the State of Minnesota for immediate filing as provided by the Minnesota Business Corporation Act, and (b) a Certificate of Conversion will be executed and delivered to the Secretary of State of the State of Delaware for immediate filing as provided by the Delaware Limited Liability Company Act. At and following the Effective Date, the Converted Organization will also cause to be performed all necessary acts to effectuate the Conversion.

Annex I
Certificate of Formation

See attached.

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

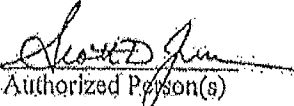
• First: The name of the limited liability company is GrowthZone, LLC

• Second: The address of its registered office in the State of Delaware is
28 Old Rudnick Lane in the City of Dover
Zip Code 19901

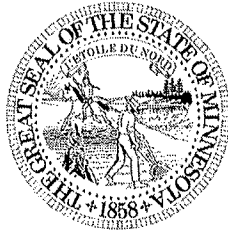
The name of its Registered agent at such address is Unisearch, Inc.

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

In Witness Whereof, the undersigned have executed this Certificate of Formation this
27 day of September, 2019

By: 
Authorized Person(s)

Name: Scott Juranek
Typed or Printed



Work Item 1105273900033
Original File Number 9G-471

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
09/27/2019 11:59 PM

Steve Simon

Steve Simon
Secretary of State