

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM543791

<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>
PHI, Inc.		09/04/2019	Corporation: LOUISIANA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PHI Aviation, LLC		
<b>Street Address:</b>	2001 SE Evangeline Thruway		
<b>City:</b>	Lafayette		
<b>State/Country:</b>	LOUISIANA		
<b>Postal Code:</b>	70508		
<b>Entity Type:</b>	Limited Liability Company: LOUISIANA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5116773	PHI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2156562498		
<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>	215-656-3381		
<b>Email:</b>	pto.phil@dlapiper.com		
<b>Correspondent Name:</b>	IP GROUP OF DLA PIPER LLP (US)		
<b>Address Line 1:</b>	ONE LIBERTY PLACE		
<b>Address Line 2:</b>	1650 MARKET ST. SUITE 5000		
<b>Address Line 4:</b>	PHILADELPHIA, PENNSYLVANIA 19103		
<b>NAME OF SUBMITTER:</b>	William L. Bartow		
<b>SIGNATURE:</b>	/williamlbartow/		
<b>DATE SIGNED:</b>	10/03/2019		
<b>Total Attachments: 16</b>			
source=Evidence of Entity Conversion PHI, Inc. to PHI Aviation, LLC#page1.tif			
source=Evidence of Entity Conversion PHI, Inc. to PHI Aviation, LLC#page2.tif			
source=Evidence of Entity Conversion PHI, Inc. to PHI Aviation, LLC#page3.tif			
source=Evidence of Entity Conversion PHI, Inc. to PHI Aviation, LLC#page4.tif			
source=Evidence of Entity Conversion PHI, Inc. to PHI Aviation, LLC#page5.tif			

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source=Evidence of Entity Conversion PHI, Inc. to PHI Aviation, LLC#page16.tif



**R. Kyle Ardoin**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana, I do hereby Certify that*

a copy of the Articles of Entity Conversion of

**PHI, INC.**

Organized under the laws of LOUISIANA,

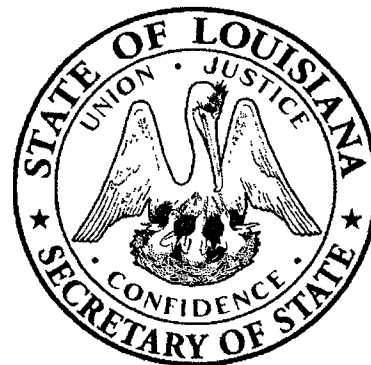
Converting the Business Corporation to a Limited Liability Company, and changing the name to

**PHI AVIATION, LLC**

Was filed and recorded in this Office on September 04, 2019, with an effective date of September 04, 2019 at 2:00 PM.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

September 4, 2019

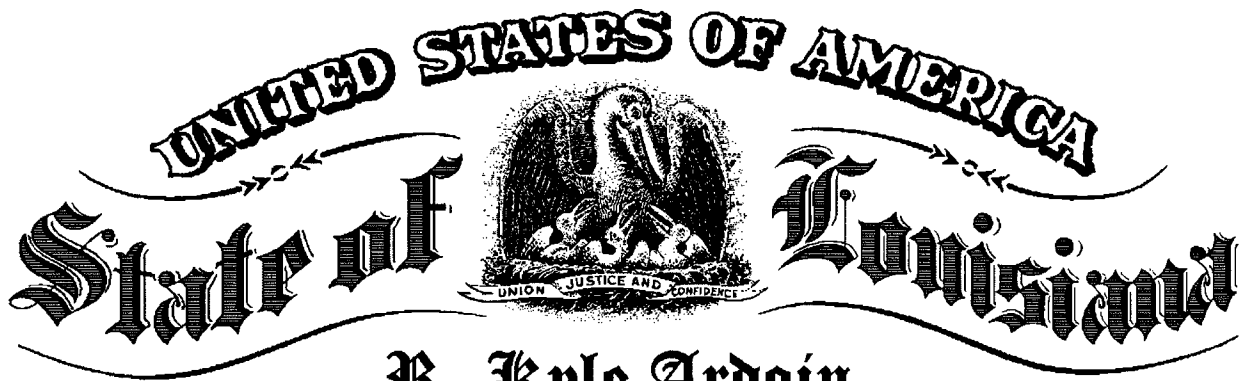


*Secretary of State*

SN 34472577K

Certificate ID: 11116132#LUA42

To validate this certificate, visit the following web site, go to **Business Services, Search for Louisiana Business Filings, Validate a Certificate**, then follow the instructions displayed.  
[www.sos.la.gov](http://www.sos.la.gov)



**R. Kyle Ardoin**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*  
the attached document(s) of

**PHI AVIATION, LLC**

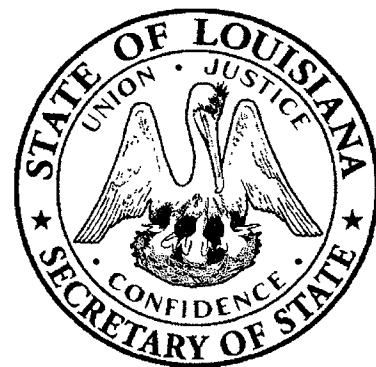
are true and correct and are filed in the Louisiana Secretary of State's Office.  
43593682                      CONVT                      09/04/2019 10 pages

In testimony whereof, I have hereunto set my  
hand and caused the Seal of my Office to be  
affixed at the City of Baton Rouge on,

September 4, 2019

*Secretary of State*

SN 34472577K



Certificate ID: 11116133#UXB42

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web site, go to **Business Services**, **Search**  
**for Louisiana Business Filings**, **Validate a**  
**Certificate**, then follow the instructions  
displayed.

[www.sos.la.gov](http://www.sos.la.gov)

**ARTICLES OF ENTITY CONVERSION**  
**of**  
**PHI, INC.**  
**into**  
**PHI AVIATION, LLC**

1. The name of the corporation immediately before filing these Articles of Entity Conversion is PHI, Inc. (the "Converting Entity"). The name of the surviving converted entity will be PHI Aviation, LLC (the "Surviving Entity").

2. The Surviving Entity is to be a limited liability company organized under the laws of the State of Louisiana.

3. The plan of entity conversion was duly approved by the sole shareholder of the Converting Entity in the manner required by La. R.S. 12:1-950 *et. seq.* and the articles of incorporation of the Converting Entity.

4. The Articles of Organization and Initial Report (collectively, the "Organic Documents") of the Surviving Entity are set forth in the form attached hereto as Appendix A.

5. The conversion shall be effective as of 2:00 P.M., Central Time, on the 4th day of September, 2019 (the "Effective Time").

*[Signature Appears on the Following Page]*

IN WITNESS WHEREOF, the undersigned officer of the Converting Entity has executed these Articles of Entity Conversion this 4<sup>th</sup> day of September, 2019.

By: Trudy P. McConnaughay  
Name: Trudy P. McConnaughay  
Title: Chief Financial Officer and Secretary

Signature Page to Articles of Entity Conversion of PHI, Inc. to PHI Aviation, LLC

TRADEMARK  
REEL: 006763 FRAME: 0317


ACKNOWLEDGMENT

STATE OF LOUISIANA )  
 )  
PARISH OF LAFAYETTE )

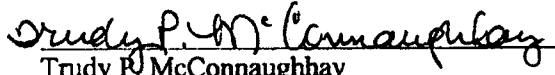
BEFORE ME, the undersigned authority, personally came and appeared Trudy P. McConnaughay, Chief Financial Officer and Secretary of PHI, Inc., a Louisiana corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and being by me first duly sworn, declared to me and the undersigned competent witnesses that the statements therein contained are true and correct, and that she executed such instrument on behalf of PHI, Inc. for the purposes therein expressed and as her own act and deed.

IN WITNESS WHEREOF, the said appearer, witnesses and I have hereunto affixed our hands on this 4<sup>th</sup> day of September, 2019, in the aforesaid parish and state.

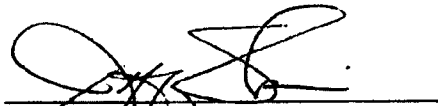
WITNESSES:

  
\_\_\_\_\_

Print Name: Mark C. Muscarellus

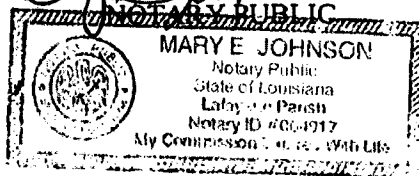
  
\_\_\_\_\_

Trudy P. McConnaughay

  
\_\_\_\_\_

Print Name: Jeff Skender

  
\_\_\_\_\_



Acknowledgment – PHI, Inc.

**Appendix A**  
**Organic Documents**



**ARTICLES OF ORGANIZATION  
OF  
PHI AVIATION, LLC**

The undersigned, acting pursuant to the Limited Liability Company Law of Louisiana (as amended from time to time or any successor statute, the "LLCL"), does hereby form a limited liability company and adopts the following Articles of Organization.

**ARTICLE I  
Name**

The name of this Limited Liability Company (hereinafter, the "Company") shall be:

PHI Aviation, LLC

**ARTICLE II  
Purpose**

The purpose of the Company is to engage in any lawful activity for which limited liability companies may be formed under the LLCL.

**ARTICLE III  
Term**

The Company shall have perpetual existence unless dissolved pursuant to the LLCL or the operating agreement of the Company.

**ARTICLE V  
Management**

The Company shall be managed by one or more managers selected by the members as provided in the operating agreement of the Company.

**ARTICLE IV  
Limitation of Liability**

To the fullest extent permitted by applicable law, as it currently exists or may hereafter be amended, including, without limitation, Section 1315 of the LLCL, no member or manager shall have any personal liability for monetary damages for breach of any duty provided for in Section 1314 of the LLCL.

**ARTICLE V  
Certifications**

Persons dealing with the Company may rely upon a certificate signed on behalf of the Company by any of its duly appointed managers, initially David F. Stepanek, Trudy P.


McConnaughay and James Hinch, to establish any the following: the membership of any member of the Company; the authenticity of any records of the Company; or the authority of any person to act on behalf of the Company.

*[Signature Appears on the Following Page]*

{N3871284.1}

**TRADEMARK**  
**REEL: 006763 FRAME: 0321**

IN WITNESS WHEREOF, the undersigned Organizer has duly executed these Articles of Organization effective on the 4<sup>th</sup> day of September, 2019.

  
Trudy P. McConnaughay  
Authorized Person

**ACKNOWLEDGMENT**

**STATE OF LOUISIANA**

**PARISH OF LAFAYETTE**

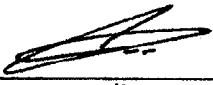
BEFORE ME, the undersigned authority, personally came and appeared:

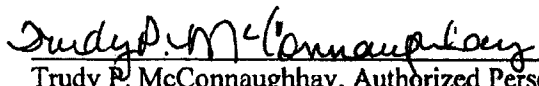
Trudy P. McConnaughay

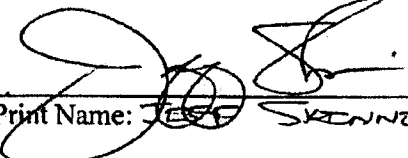
to me known to be the person who signed the foregoing instrument, and who, having been duly sworn, acknowledged and declared, in the presence of the undersigned witnesses, that she signed such instrument on behalf of PHI Aviation, LLC as her free act and deed for the purposes mentioned therein.


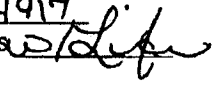
Executed this 4<sup>th</sup> day of September, 2019.

WITNESSES:

  
\_\_\_\_\_  
Print Name: Murk C. Mascarenhas

  
\_\_\_\_\_  
Trudy P. McConnaughay, Authorized Person

  
\_\_\_\_\_  
Print Name: JESSE SKINNER

  
\_\_\_\_\_  
MARY E. JOHNSON, Notary Public  
Notary ID 064917  
My commission expires 

**INITIAL REPORT BY DOMESTIC LIMITED LIABILITY COMPANY**

Complying with La. R.S. 12:1305, PHI Aviation, LLC (the "Company") hereby makes its initial report as follows:

1. The location and municipal address of the Company's registered office:

2001 SE Evangeline Thruway  
Lafayette, Louisiana 70508

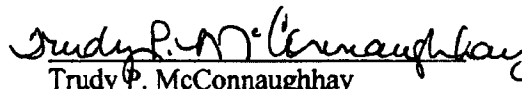
2. The full name and municipal address of the Company's registered agent:

C T Corporation System  
3867 Plaza Tower Drive  
Baton Rouge, Louisiana 70816-4378

3. The full name and municipal address of the Company's managers:

David F. Stepanek, Trudy P. McConnaughay, and James Hinch  
2001 SE Evangeline Thruway  
Lafayette, Louisiana 70508

DONE AND SIGNED on September 4, 2019.

  
Trudy P. McConnaughay  
Authorized Person

AGENT'S AFFIDAVIT AND ACKNOWLEDGMENT OF ACCEPTANCE

I hereby acknowledge and accept the appointment of registered agent for and on behalf of PHI Aviation, LLC.

Sworn to and subscribed before me, this 3<sup>rd</sup> day of September, 2019.

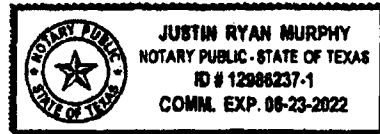
Registered Agent:

C T Corporation System

Scott White Scott White  
Assistant Secretary

By:

Justin Murphy, Notary Public  
Notary ID 12986237-1  
My commission expires 08-23-2022



Acknowledgment to Articles of Organization of PHI Aviation, LLC

TRADEMARK  
REEL: 006763 FRAME: 0325



**R. Kyle Ardoin**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana, I do hereby Certify that*

**PHI AVIATION, LLC**

A limited liability company domiciled in LAFAYETTE, LOUISIANA,

Filed charter and qualified to do business in this State on August 24, 1994,

I further certify that the records of this Office indicate the company has paid all fees due the Secretary of State, and so far as the Office of the Secretary of State is concerned, is in good standing and is authorized to do business in this State.

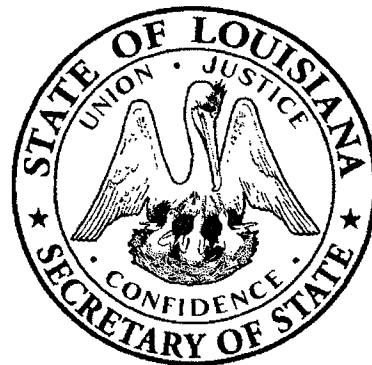
I further certify that this certificate is not intended to reflect the financial condition of this company since this information is not available from the records of this Office.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

September 4, 2019

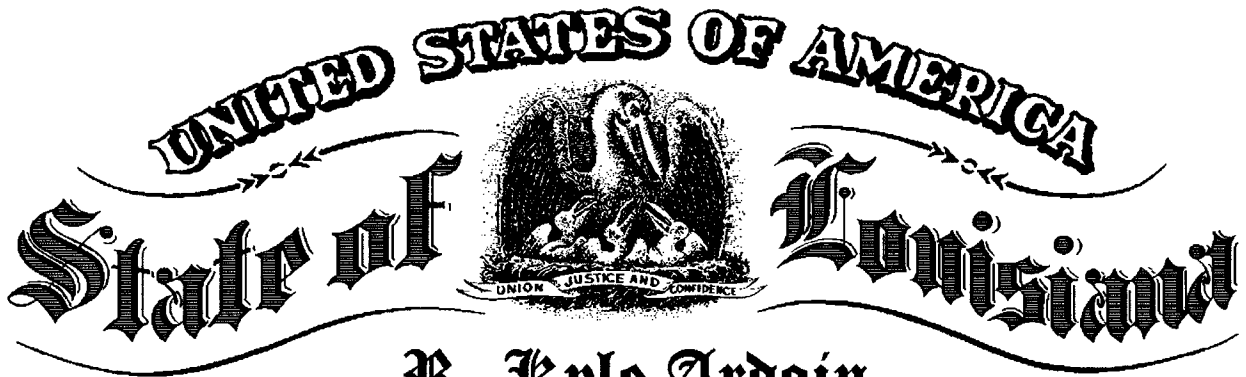
*Secretary of State*

SN 34472577K



Certificate ID: 11116137#JAE52

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[www.sos.la.gov](http://www.sos.la.gov)



**R. Kyle Ardoin**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*

PHI AVIATION, LLC, located at 2001 SE EVANGELINE THRUWAY, LAFAYETTE, LA 70508,

Has filed for record in this department an application for the trade name

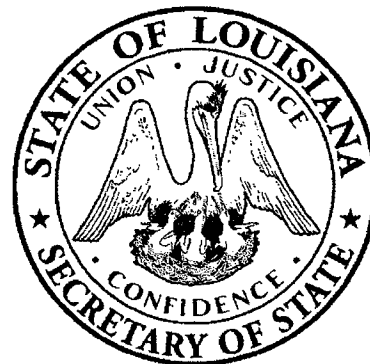
**PHI, INC.**

Which was first used in the State of Louisiana on September 04, 2019,

Said application was filed and recorded in this Office on September 04, 2019, which recordation is for a term of ten years from the date hereof.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

September 4, 2019



*Secretary of State*

SN 71-3568

Certificate ID: 11116140#BFG62

To validate this certificate, visit the following web site, go to **Business Services, Search for Louisiana Business Filings, Validate a Certificate**, then follow the instructions displayed.

[www.sos.la.gov](http://www.sos.la.gov)



R. Kyle Ardoin  
SECRETARY OF STATE

State of Louisiana  
Secretary of State



September 4, 2019

COMMERCIAL DIVISION  
225.925.4704

Administrative Services  
225.932.5317 Fax  
Corporations  
225.932.5314 Fax  
Uniform Commercial Code  
225.932.5318 Fax

The attached document of PHI, INC. was received and filed on September 04, 2019.

SN 71-3568

Rev 09/09

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Mailing Address: P. O. Box 94125, Baton Rouge, LA 70804-9125  
Office Location: 8585 Archives Ave., Baton Rouge, LA 70809  
Web Site Address: [www.sos.la.gov](http://www.sos.la.gov)

TRADEMARK  
REEL: 006763 FRAME: 0328

R. Kyle Ardoin  
Secretary of State



**APPLICATION TO REGISTER TRADE NAME  
TRADEMARK OR SERVICE MARK**  
(Pursuant to R.S. of 1950, Title 51, Chapter 1, Part VI as amended)

Enclose \$75 filing fee  
Make remittance payable to  
Secretary of State  
Do Not Send Cash

Return to: Commercial Division  
P.O. Box 94125  
Baton Rouge, LA 70804-9125  
(225) 925-4704  
www.sos.la.gov

STATE OF Louisiana

PARISH/COUNTY OF Lafayette

Check One:  Trade Name  Trademark  Service Mark

Check One:  Original Filing  Renewal

1. Name of person(s), Corporation, Limited Liability Company or Partnership applying for registration:

PHI Aviation, LLC

2. If applicant is a corporation, list state of incorporation: \_\_\_\_\_

3. Full street address and P.O. Box address, city, state, and zip of applicant: 2001 SE Evangeline Thruway, Lafayette, LA 70508

4. Name of trade name, trademark or service mark to be registered. If logo is included, please describe. If the LOGO of your trade name, trademark or service mark is part of your registration, attach two copies of design.

PHI, Inc.

5. Type of business or list of goods or services to which the trade name, trademark or service mark is applied:

Air transportation services

6. Enter class(es) in which trademark or service mark is registered:

(Class list on reverse side. There is a \$75 registration fee for each class number registered.)

7. Date trade name, trademark or service mark first used by applicant September 4, 2019  
Month, Day, Year

8. Date trade name, trademark or service mark first used in Louisiana September 4, 2019  
Month, Day, Year

I, the applicant, am the owner of the trade name, trademark or service mark sought to be registered and no other person, firm, association, union or corporation has the right to such use in such class, either in the identical form hereinabove described, or in any such resemblance thereto as may be calculated to deceive, and the facsimiles or counterparts herein filed are true and correct.

Sworn to and subscribed before me, the undersigned Notary Public, on this date: September 4, 2019

The below named person swears that he is the applicant, or an authorized representative of the applicant, named in the foregoing application, and that the facts alleged in said application are true.

NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #

Rudolph M. Cernaugh

Applicant or Authorized Representative

Vice President, Secretary, Treasurer  
Title

Mary E Johnson  
Notary Signature

MARY E JOHNSON #044917

Commissioner in Charge