

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM544641

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pro Orthopedic Devices, Inc.		10/09/2019	Corporation: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Pro Orthopedic Devices, Inc.		
Street Address:	2884 E. Ganley Road		
City:	Tucson		
State/Country:	ARIZONA		
Postal Code:	85706		
Entity Type:	Corporation: ARIZONA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1539183	PRO	
CORRESPONDENCE DATA			
Fax Number:	2157511142		
<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:	2155672010		
Email:	TRADEMARKS@CRBCP.COM, SCOHEN@CRBCP.COM, EBROBINSON@CRBCP.COM		
Correspondent Name:	Stanley H. Cohen		
Address Line 1:	1635 Market Street		
Address Line 2:	12th Floor, Seven Penn Center		
Address Line 4:	PHILADELPHIA, PENNSYLVANIA 19103-2212		
NAME OF SUBMITTER:	Stanley H. Cohen		
SIGNATURE:	/Stanley H. Cohen/		
DATE SIGNED:	10/10/2019		
Total Attachments: 14			
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CONVERSION OF PRO ORTHOPEDIC DEVICES, INC. FROM A
PENNSYLVANIA CORPORATION TO AN ARIZONA CORPORATION

WHEREAS, PRO ORTHOPEDIC DEVICES, INC., a corporation originally organized and existing under the laws of the Commonwealth of Pennsylvania, and having its principal place of business in the Commonwealth of Pennsylvania, had adopted, had used and was the owner of the trademark PRO plus Design, the goodwill of the business associated with and symbolized by said trademark, and Certificate of Registration No. 1,539,183, issued by the U.S. Patent and Trademark Office on May 16, 1989 for said trademark;

WHEREAS, PRO ORTHOPEDIC DEVICES, INC. registered as a foreign corporation to conduct business in the State of Arizona on April 13, 1985;

WHEREAS, on September 1, 2001, by action of the Shareholders and Board of Directors, PRO ORTHOPEDIC DEVICES, INC. started the domestication process to become an Arizona corporation. Articles of Domestication were properly filed on October 4, 2001, and became effective, as of October 25, 2001. A true and correct copy of the Articles of Domestication, as filed and approved, is attached as Exhibit A. A copy of the required Affidavit of Publication of the Articles of Domestication is attached as Exhibit B;

WHEREAS, as part of the Domestication, all assets of PRO ORTHOPEDIC DEVICES, INC. were retained by PRO ORTHOPEDIC DEVICES, INC., continuing in its corporate form, but as an Arizona corporation. No assignment of such assets was necessary, since the corporate form remained intact;

WHEREAS, the assets of PRO ORTHOPEDIC DEVICES, INC. remained part of the domesticated Arizona corporation;

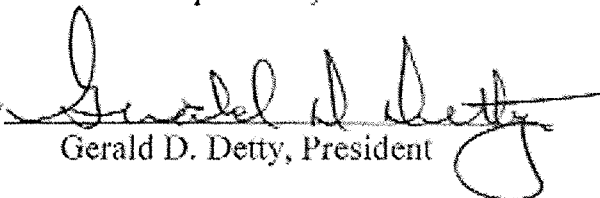
WHEREAS, PRO ORTHOPEDIC DEVICES, INC. filed an Out of Existence/Withdrawal Affidavit with the Commonwealth of Pennsylvania on or about December 19, 2001, stating that the corporation became domesticated in Arizona on September 1, 2001, confirming that the assets of the corporation are now in the corporation domesticated in Arizona. A true and correct copy of the Out of Existence/Withdrawal Affidavit and the attachments is attached as Exhibit C; and,

WHEREAS, PRO ORTHOPEDIC DEVICES, INC., a corporation now domesticated and existing under the laws of the State of Arizona, and having its place of business at 2884 E. Ganley Road, Tucson, Arizona 85706, wishes to memorialize the domestic status as an Arizona corporation included the trademark PRO plus Design, the goodwill of the business associated with and symbolized by said trademark and said Certificate of Registration No. 1,539,183 therefor.

NOW, THEREFORE, said PRO ORTHOPEDIC DEVICES, INC., an Arizona corporation, confirms that on or about October 25, 2001 it owned said trademark PRO plus Design, the goodwill of the business associated with and symbolized by said trademark, and said U.S. Certificate of Registration No. 1,539,183, dated May 16, 1989.

IN WITNESS WHEREOF, PRO ORTHOPEDIC DEVICES, INC., an
Arizona corporation, has caused this document to be signed by Gerald D. Detty, its
President, thereunto duly authorized this 9th day of October, 2019.

PRO ORTHOPEDIC DEVICES, INC.
(the Arizona corporation)

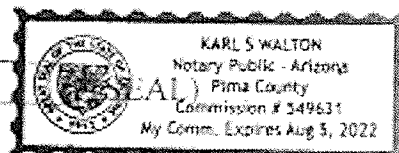
By 
Gerald D. Detty, President

ACKNOWLEDGMENT

STATE OF ARIZONA :
: SS:
COUNTY OF PIMA :

On this 9TH day of October, 2019, before me personally appeared Gerald D. Detty, to me known, who, after being duly sworn, did depose and say that he was a Shareholder, Director and the President of Pro Orthopedic Devices, Inc., the Pennsylvania corporation, on September 1, 2001, when the Articles of Domestication in Arizona were signed by him; that he is now a Shareholder, Director and the President of Pro Orthopedic Devices, Inc., the Arizona corporation; that the facts set forth herein are true and correct; that the documents attached hereto are true and correct copies of the original documents; and that the execution of this instrument was the free act and deed of Pro Orthopedic Devices, Inc., the Arizona corporation, and his own free act and deed.

Karl S Walton
Notary Public



My commission expires:

August 5 2022

EXHIBIT A

ARTICLES OF DOMESTICATION

Pursuant to A.R.S. § 10-222, the following Articles of Domestication are hereby submitted to the Arizona Corporation Commission for filing:

1. The name of the corporation is Pro Orthopedic Devices, Inc.; and the effective date shall be 10/25/01.
2. The corporation was originally incorporated in the Commonwealth of Pennsylvania on March 11, 1976;
3. The corporation will provide a copy of the filed Articles of Domestication to the Department of State, Corporation Bureau, Harrisburg, Pennsylvania;
4. The corporation is authorized to issue 1,000 shares;
5. The corporation's purpose is the manufacture, marketing and sale of orthopedic braces and similar devices, specifically designed for athletic, sports, medical and other uses. In addition, the corporation shall be authorized to carry on any business permitted under Arizona law.
6. The name and address of each person who is to serve as a director until a successor is elected and qualifies:

Gerald D. Detty
2884 E. Ganley
Tucson, AZ 85706

7. The name and street address of the corporation's statutory agent is:

David K. Gray
One S. Church Avenue, Suite 1000
Tucson, Arizona 85701-1627

8. The street address of the known place of business for the corporation is:

2884 E. Ganley
Tucson, AZ 85706

9. The name and address of each incorporator is:

Gerald D. Detty
2884 E. Ganley
Tucson, AZ 85706

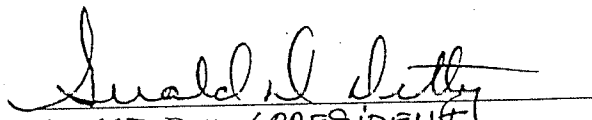
Margaret C. Detty
2884 E. Ganley
Tucson, AZ 85706

10. To the fullest extent permitted by the Arizona Revised Statutes, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification

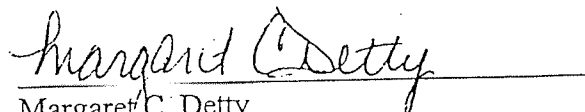
11. The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact that he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

12. The Articles of Domestication have been adopted in accordance with A.R.S. § 10-221 pursuant to Action by Unanimous Written Consent of Shareholders and Directors dated effective September 1, 2001.

On transfer of domicile, the corporation accepts and will be subject to the laws of the State of Arizona.


Gerald D. Detty / PRESIDENT
Shareholder and Director

Date: September 1, 2001


Margaret C. Detty
Shareholder

Date: September 1, 2001

AZ. CORP. COMMISSION

FILED

OCT 4 2001

FILED BY
TERM
DATE

Paula Luning

10-25-01

F-0050994-8

EFFECTIVE DATE 10/25/01

ARTICLES OF DOMESTICATION OF

PRO ORTHOPEDIC DEVICES, INC.

EXHIBIT B

AFFIDAVIT OF PUBLICATION
For Corporation Commission

Ajo Copper News

Hollister David, Publisher
Gabrielle David, Editor
Michelle Pacheco, Office Manager

P. O. Box 39 • Ajo, Arizona 85321
Phone (520) 387-7688
FAX (520) 387-7505

STATE OF ARIZONA
COUNTY OF PIMA

I, Hollister J. David, as the publisher, make this affidavit of publication. Under oath, I state that the following is true and correct.

The *Ajo Copper News* is a newspaper which is published weekly, is of general circulation, and is in compliance with the Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice has been published three (3) consecutive times in the newspaper listed above.

DATES OF PUBLICATION

- 1) December 12
- 2) December 19
- 3) December 26, 2001

RECEIVED

DEC 27 2001

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

THE NAME OF CORPORATION Pro Orthopedic Devices, Inc.

CORPORATE FILE NUMBER F-0050994-8

TYPE OF DOCUMENT Articles of Domestication

PUBLISHER'S SIGNATURE: _____

SUBSCRIBED AND SWORN TO BEFORE ME
ON THIS 26 DAY OF December, 2001.

NOTARY SIGNATURE: _____

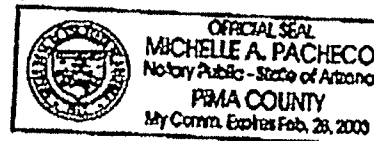


EXHIBIT C

THIS SCHEDULE MUST BE COMPLETED.
ENTER "NONE" ONLY IF THE CORPORATION HAS
NO ASSETS AND/OR LIABILITIES.

**DISTRIBUTION
OF ASSETS**

Please Print or Type

Date of Final Distribution

Account ID

N/A

Name of Corporation: **PRO ECONOMIC DEVICES, INC.**
 Business Address: **2884 Barb Ganley**
 City: **Tucson** State: **AZ** Zip Code: **85706**
 Account ID: **628834** Date of Final Distribution: **N/A**

A. CORPORATION OPERATING 12/31 WITHIN PA MUST COMPLETE THIS SECTION
 (Provide copies of Federal Form 1099-DIV)

Shareholder Name	City	State	Zip Code	Social Security No.	SHARES OF STOCK		MONEY RECEIVED BY EACH STOCKHOLDER		DATE	DESCRIPTION	AMOUNT
					MARKET	PAR VALUE	DATE	AMOUNT			
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							
Shareholder Name	City	State	Zip Code	Social Security No.							

B. CORPORATIONS WITHDRAWING FROM PA BUT CONTINUING OPERATIONS OUTSIDE OF PA MUST PROVIDE THE FOLLOWING INFORMATION AND/OR DOCUMENT(S)

1. FULL DETAILS OF DISPOSITION OF PA PROPERTY, ATTACH COPIES OF FEDERAL SCHEDULE D AND/OR FEDERAL FORM 4791, IF APPLICABLE. **SEE THE ATTACHED STATEMENT**
2. PLEASE INDICATE IF SALES IN PA WILL CONTINUE AFTER DATE OF CESSATION. IF SO, HOW WILL THEY BE NEGOTIATED AND BY WHOM?

ATTACH STATEMENT CONTAINING THE REQUIRED INFORMATION IF ADDITIONAL SPACE IS NEEDED.
 IF ANY INDIVIDUAL OR CORPORATION OTHER THAN STOCKHOLDERS AND CREDITORS RECEIVED ASSETS, LIST NAMES AND ADDRESSES OF EACH AND AMOUNT OR VALUE RECEIVED BY EACH.

- IF ANY CONSIDERATION WAS PAID FOR ANY OF THE ASSETS, STATE NAME AND ADDRESS OF INDIVIDUAL OR CORPORATION MAKING SUCH PAYMENT AND EXACT AMOUNT PAID BY EACH. (ATTACH A SEPARATE SHEET TO THIS FORM.)
- IF ANY MONEY OR PROPERTY REMAINS UNDISTRIBUTED, STATE AMOUNT, NATURE AND VALUE OF SAME, AND STATE WHY IT HAS NOT BEEN DISTRIBUTED. (ATTACH A SEPARATE SHEET TO THIS FORM.)
- IF ANY REAL ESTATE HAS BEEN DISTRIBUTED OR SOLD WITHIN THE FINAL TAX PERIOD, GIVE THE DATE OF RECORDING TITLE TRANSFER WITH LOCAL RECORDER OF DEEDS.

NAME of Person Making This Report: **Gerald D. Dally** Signature: *Gerald D. Dally* Title: **Shareholder/Director** Date: **12/18/01**
 Present Street Address: **2884 Barb Ganley** City: **Tucson** State: **Arizona** Zip Code: **85706**

ATTACHMENT TO:
Distribution of Assets
Pro Orthopedic Devices
Acct. # 628864

**B. CORPORATIONS WITHDRAWING FROM PA BUT CONTINUING OPERATIONS
OUTSIDE OF PA MUST PROVIDE THE FOLLOWING INFORMATION AND/OR
DOCUMENTS.**

1. As to the disposition of PA property, all property is retained by the corporation which has domesticated in Arizona.
2. Sales in PA will be negotiated by the corporation's employees or agents either in person, via telephone solicitations, or electronic communications.

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