

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM567462

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Speedplay, Inc.		09/16/2019	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Speedplay Holdings, LLC
Street Address:	10151 Pacific Mesa Blvd.
Internal Address:	Suite 107
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92121
Entity Type:	Limited Liability Company: CALIFORNIA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	4989202	WALKABLE
Registration Number:	4769707	SYZR
Registration Number:	3640417	NANOGRAM
Registration Number:	3767971	SPEEDPLAY ZERO NANOGRAM ADVANCED PEDAL S
Registration Number:	3252641	X/1
Registration Number:	3022571	NANOGRAM
Registration Number:	3091876	X/2
Registration Number:	2969320	X SERIES
Registration Number:	2039206	SPEEDPLAY
Registration Number:	1930673	SPEEDPLAY

CORRESPONDENCE DATA

Fax Number: 2486410270

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.

Phone: 248-641-1600

Email: gaurini@hdp.com, palanglois@hdp.com

Correspondent Name: Harness, Dickey & Pierce, P.L.C.

Address Line 1: 5445 Corporate Drive

Address Line 2: Suite 200

TRADEMARK

Address Line 4:	Troy, MICHIGAN 48098
NAME OF SUBMITTER:	Geoffrey D. Aurini
SIGNATURE:	/gda/
DATE SIGNED:	03/17/2020
Total Attachments: 3 source=Speedplay_ Inc. to Speedplay Holdings_ LLC#page1.tif source=Speedplay_ Inc. to Speedplay Holdings_ LLC#page2.tif source=Speedplay_ Inc. to Speedplay Holdings_ LLC#page3.tif	



**State of California
Secretary of State**

1688963-OUT

**Limited Liability Company
Articles of Organization - Conversion**

LLC-1A

File #

FILED
Secretary of State
State of California

SEP 16 2019 WM

ICC

This Space For Filing Use Only

IMPORTANT — Read all instructions before completing this form.

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Speedplay Holdings, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager

More Than One Manager

All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA

10151 Pacific Mesa Blvd., Suite 107

City

San Diego

State

CA

Zip Code

92121

5. Initial Mailing Address of Limited Liability Company, if different from Item 4

City

State

Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process

Sharon Worman

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box

10151 Pacific Mesa Blvd., Suite 107

City

San Diego

State

CA

Zip Code

92121

c. If an Individual, Mailing Address of Agent for Service of Process

10151 Pacific Mesa Blvd., Suite 107

City

San Diego

State

CA

Zip Code

92121

Converting Entity Information

7. Name of Converting Entity

SPEEDPLAY, INC.

8. Form of Entity

Corporation

9. Jurisdiction

California

10. CA Secretary of State File Number, if any

1688963

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

~~The class and number of outstanding interests entitled to vote~~
Common Stock (1,262,500 shares outstanding)

AND

~~The percentage vote required of each class~~
More than 50%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Sharon Worman-Bryne
Signature of Authorized Person

Sharon Worman-Bryne, President

Type or Print Name and Title of Authorized Person

Richard Bryne
Signature of Authorized Person

Richard Bryne, Secretary

Type or Print Name and Title of Authorized Person



I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

SEP 17 2019

Date: _____ SYD

Alex Padilla
TRADEMARK

ALEX PADILLA, Secretary of State

REEL: 006893 FRAME: 0629



CALIFORNIA
SECRETARY OF STATE



Business Entities, 1500 11th St., 3rd Floor,
Sacramento, CA 95814

Thank You for Doing Business in California

Congratulations on the registration of your limited liability company with the California Secretary of State (SOS). Please see below for important information.

What's next? Required Filings

SOS Statement of Information – Limited liability companies must fill out and file a complete Statement of Information (Form LLC-12) within the **first 90 days** of registering with the SOS, and every 2 years thereafter before the end of the calendar month of the original registration date.

How can you file your Statement of Information?

- Currently, Statements of Information can be submitted on paper to the SOS through the mail, or submitted in person (drop off) to the Sacramento office. Additional information regarding Statements of Information, including forms, instructions and fees is available at www.sos.ca.gov/business/be/statements.
- Current processing times for Statements of Information may be found at www.sos.ca.gov/business//be/processing-times.
- Limited liability companies may file their Statement of Information using our secure E-File Statement of Information filing service at <https://lcbizfile.sos.ca.gov>.

Franchise Tax Board (FTB) Tax Filing – Once your limited liability company is registered with the SOS, you are required to file a tax return with FTB for each taxable year even if you are not conducting business or have no income. Contact FTB at www.ftb.ca.gov or (800) 852-5711 for forms and requirements concerning franchise taxes or income taxes.

Be aware, if you fail to file a return by the original or extended due date, or fail to pay taxes when due, a penalty may be imposed by FTB. Please visit www.ftb.ca.gov/businesses/Penalty-Information.shtml for tax penalty related information.

Other Business Information and Resources

All business entities are subject to state and federal tax laws. You may wish to contact the following agencies to assist you with these issues:

- Internal Revenue Service – www.irs.gov or call (800) 829-1040 for forms and issues concerning Federal tax, employer identification numbers, subchapter S elections.
- State Board of Equalization – www.boe.ca.gov or call (800) 400-7115 for forms and issues concerning sales taxes or use taxes.
- Employment Development Department – www.edd.ca.gov or call (800) 300-5616 for forms and issues concerning employment and payroll taxes.
- CalGold – www.calgold.ca.gov for appropriate permit, licensing, and contact information for the various agencies that administer and issue these permits.
- SOS Business Resources – www.sos.ca.gov/business/be/resources for a list of agencies you may need to contact to ensure proper compliance with California state law.
- CA Governor's Office of Business and Economic Development (Go-Biz) – www.business.ca.gov for a range of business services including, site selection and permit assistance.
- The California Business Incentives Gateway (CBIG) – <https://cbig.ca.gov> is a web portal that connects business owners and entrepreneurs with financial incentives.

LLC Welcome-Letter (Rev. 09/2018)

RECORDED: 03/17/2020

TRADEMARK
REEL: 006893 FRAME: 0630