

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM568372

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ENTITY CONVERSION
RESUBMIT DOCUMENT ID:	900540910

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Verve Culture LLC		10/10/2019	Limited Liability Company:

RECEIVING PARTY DATA

Name:	Verve Culture Inc.
Street Address:	1050 Cherokee Street, #307
City:	Denver
State/Country:	COLORADO
Postal Code:	80204
Entity Type:	Corporation: COLORADO

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	5421755	VERVE CULTURE
Registration Number:	5554171	VERVE CULTURE

CORRESPONDENCE DATA**Fax Number:**

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.

Email: adam.hubbard@milgromlaw.com

Correspondent Name: Adam Hubbard

Address Line 1: 2000 Little Raven St., #802

Address Line 4: Denver, COLORADO 80202

NAME OF SUBMITTER:	Adam Hubbard
SIGNATURE:	/Adam Hubbard/
DATE SIGNED:	03/23/2020

Total Attachments: 7

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OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Combined Statement of Conversion

with Document # 20191816646 of
Verve Culture Inc.

Colorado Corporation

(Entity ID # 20151779879)

consisting of 6 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 03/10/2020 that have been posted, and by documents delivered to this office electronically through 03/11/2020@ 10:00:07.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 03/11/2020 @ 10:00:07 in accordance with applicable law. This certificate is assigned Confirmation Number 12142419.



Handwritten signature of Jena Griswold in cursive script.

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."

such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

6. The true name and mailing address of the individual causing this document to be delivered for filing are

<u>Conroy</u>	<u>Debra</u>	<u>A.</u>	
(Last)	(First)	(Middle)	(Suffix)
<u>PO Box 771222</u>			
(Street number and name or Post Office Box information)			
<u>Steamboat Springs</u>		<u>CO</u>	<u>80477</u>
(City)	(State)	(ZIP/Postal Code)	
	<u>United States</u>		
(Province – if applicable)	(Country)		

(If applicable, adopt the following statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

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This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).



Colorado Secretary of State
 Date and Time: 10/10/2019 03:04 PM
 ID Number: 20151779879
 Document number: 20191816646
 Amount Paid: \$100.00

Document must be filed electronically.
 Paper documents are not accepted.
 Fees & forms are subject to change.
 For more information or to print copies
 of filed documents, visit www.sos.state.co.us.

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Incorporation for a Profit Corporation
 filed pursuant to § 7-102-101 and § 7-102-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for the corporation is

Verve Culture Inc.

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the corporation's initial principal office is

Street address 1050 Cherokee Street
(Street number and name)
#307
Denver CO 80204
(City) (State) (ZIP/Postal Code)
United States
(Province – if applicable) (Country)

Mailing address
 (leave blank if same as street address) _____
(Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province – if applicable) (Country)

3. The registered agent name and registered agent address of the corporation's initial registered agent are

Name
 (if an individual) Lewis Jacqueline Mary
(Last) (First) (Middle) (Suffix)
 or

(if an entity) _____
 (Caution: Do not provide both an individual and an entity name.)

Street address 1205 Hilltop Parkway
(Street number and name)

Steamboat Springs CO 80487
(City) (State) (ZIP/Postal Code)

Mailing address
 (leave blank if same as street address) _____
(Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

8. The true name and mailing address of the individual causing the document to be delivered for filing are

Conroy Debra A.
(Last) (First) (Middle) (Suffix)
PO Box 771222
(Street number and name or Post Office Box information)
Steamboat Springs CO 80477
(City) (State) (ZIP/Postal Code)
United States
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(If the following statement applies, adopt the statement by marking the box and include an attachment.)

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**ATTACHMENT TO
ARTICLES OF INCORPORATION OF
VERVE CULTURE INC.**

Verve Culture Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the provisions of the Colorado Business Corporation Act (the "Act"), pursuant to C.R.S. §7-102-102, includes the following provisions in the Corporation's Articles of Incorporation:

SHARES

Authorized Shares. The Corporation shall be authorized to issue two classes of shares, designated as Voting Common Shares and Non-Voting Common Shares. The aggregate number of shares of all classes of stock which the Corporation shall have authority to issue is One Hundred Thousand (100,000). All such shares shall have no par value and shall consist of Seventy Thousand (70,000) shares of Voting Common Stock and Thirty Thousand (30,000) shares of Non-Voting Common Stock.

LIMITATION OF CERTAIN LIABILITIES OF DIRECTORS AND OFFICERS

To the fullest extent permitted by to C.R.S. §7-108-402, and the Act as each now exists and as each may hereafter be amended:

1. No director shall be personally liable to the Corporation or any of its stockholders for monetary damages for breach of any fiduciary or other duty as a director provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the Corporation or its shareholders, (b) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (c) acts specified in C.R.S. §7-108-403 or (d) for any transaction from which the director derived an improper personal benefit.
2. No director or officer shall be personally liable for any injury to person or property arising out of a tort committed by an employee unless such director or officer was personally involved in the situation giving rise to the litigation or unless such director or officer committed a criminal offense in connection with such situation. The protection afforded in this subsection (2) shall not restrict other common-law protections and rights that a director or officer may have. This subsection (2) shall not restrict the Corporation's right to eliminate or limit the personal liability of a director to the Corporation or to its shareholders for monetary damages for breach of fiduciary duty as a director as provided in subsection (1) of this provision.

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