

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM572778

<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>
Ferguson Enterprises, Inc.		03/31/2019	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ferguson Enterprises, LLC		
<b>Street Address:</b>	12500 Jefferson Avenue		
<b>City:</b>	Newport News		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	23462		
<b>Entity Type:</b>	Limited Liability Company: VIRGINIA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2406334	BLACKMAN	
<b>Registration Number:</b>	4670306	BLACKMAN	
<b>Registration Number:</b>	4644879	SIMPLYPLUMBING .COM	
<b>Registration Number:</b>	5142979	TF TOTALFAB	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7573046175		
<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>	7572386383		
<b>Email:</b>	wpoynter@kaleolegal.com		
<b>Correspondent Name:</b>	William Rueger Poynter		
<b>Address Line 1:</b>	4456 Corporation Lane		
<b>Address Line 2:</b>	Suite 135		
<b>Address Line 4:</b>	Virginia Beach, VIRGINIA 23462		
<b>NAME OF SUBMITTER:</b>	William Rueger Poynter		
<b>SIGNATURE:</b>	/williamrpoynter/		
<b>DATE SIGNED:</b>	04/21/2020		
<b>Total Attachments: 13</b>			
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# FERGUSON ENTERPRISES, LLC

## SECRETARIAL CERTIFICATE

The undersigned Secretary of Ferguson Enterprises, LLC, a Virginia limited liability company (the "Company"), with its principal place of business in Newport News, Virginia, hereby certifies that:

1. Effective as of March 31, 2019, the Company was converted from a Virginia corporation to a Virginia limited liability (see attached Articles of Conversion); and
2. The Company's Federal Employer Identification Number remains unchanged and is 54-1211771.

Dated: April 1, 2019

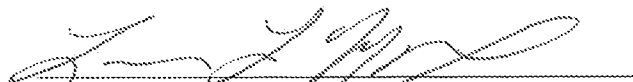
FERGUSON ENTERPRISES, LLC



By:   
Eric A. Gallo, Secretary

COMMONWEALTH OF VIRGINIA  
CITY OF NEWPORT NEWS

Sworn to and subscribed before me, the undersigned Notary Public, this 1<sup>st</sup> day of April, 2019.

  
Laura LuAnn Maxson, Notary Public

My commission expires: September 30, 2022  
VA Notary ID: 212214



COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 19, 2019

The State Corporation Commission has found the accompanying articles of entity conversion submitted on behalf of

Ferguson Enterprises, Inc.

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ENTITY CONVERSION

be issued and admitted to record with the articles of entity conversion and articles of organization in the Office of the Clerk of the Commission, effective March 31, 2019.

When the certificate becomes effective, Ferguson Enterprises, Inc. is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

Ferguson Enterprises, LLC

The limited liability company is granted the authority conferred on it by law in accordance with its articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By 

Judith Williams Jagdmann  
Commissioner

# Commonwealth of Virginia



## STATE CORPORATION COMMISSION

*Richmond, March 19, 2019*

*This is to certify that the certificate of entity conversion of*

**Ferguson Enterprises, LLC**

*was this day issued and admitted to record in this office and that the said limited liability company is authorized to transact its business subject to all Virginia laws applicable to the company and its business. Effective date: March 31, 2019*



*State Corporation Commission*

*Attest:*

*Joel H. Beck*  
Clerk of the Commission

**ARTICLES OF ENTITY CONVERSION OF  
FERGUSON ENTERPRISES, INC.**

The undersigned, on behalf of Ferguson Enterprises, Inc., pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia, states as follows:

**ARTICLE I**

The name of the corporation immediately prior to the filing of these articles of entity conversion is Ferguson Enterprises, Inc. The corporation shall convert to a Virginia limited liability company and its name shall be Ferguson Enterprises, LLC.

**ARTICLE II**

The converting corporation was originally incorporated on April 15, 1982 as a corporation with the name Birmingham Plumbing, Inc. under the laws of the Commonwealth of Virginia.

**ARTICLE III**


The plan of entity conversion, pursuant to § 13.1-722.10 of the Code of Virginia, is attached hereto as Exhibit A.

**ARTICLE IV**

The plan of entity conversion was approved by the consent of the sole shareholder and the board of directors on March 18, 2019.

**ARTICLE V**

The conversion described herein shall be effective 11:59 p.m. (EDT) on March 31, 2019.

  
\_\_\_\_\_  
Eric A. Gallo  
Secretary

Dated: March 18, 2019  
Corporation SCC ID No.: 02288454

**EXHIBIT A**

(See attached)

## PLAN OF ENTITY CONVERSION

March 18, 2019

This Plan of Entity Conversion (this "Plan") is adopted and approved by Ferguson Enterprises, Inc., a Virginia corporation (the "Converting Entity"), for the purpose of converting the Converting Entity into Ferguson Enterprises, LLC, a Virginia limited liability company (the "Converted Entity").

### RECITALS

A. The board of directors and the sole shareholder of the Converting Entity have determined that it is advisable and in its best interest of the Converting Entity for the Converting Entity to be converted into the Converted Entity on the terms and subject to the conditions set forth herein (the "Conversion").

### ARTICLE I

#### THE CONVERSION

At the Effective Time (as defined in Article V hereof), the Converting Entity shall be converted into the Converted Entity, a limited liability company formed under the laws of the Commonwealth of Virginia, in accordance with Section 13.1-1082 of the Code of Virginia (the "Code"), and the Converted Entity shall continue as a surviving limited liability company under the Code and the laws of the Commonwealth of Virginia.

### ARTICLE II

#### THE CONVERTED ENTITY

At the Effective Time (as defined in Article V hereof), the Articles of Organization attached hereto as Schedule A (the "Articles of Organization") shall be the Articles of Organization of the Converted Entity.

### ARTICLE III

#### EFFECT OF CONVERSION

At the Effective Time, all title to real estate and other property shall remain in the Converted Entity without revision or impairment, the liabilities of the Converting Entity shall remain the liabilities of the Converted Entity and a proceeding pending may be continued by or against the Converted Entity as if the conversion did not occur, each as contemplated by the provisions of the Code.

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**ARTICLE IV**

**MANNER AND BASIS OF CONVERTING INTERESTS**

At the Effective Time, the shares held by the sole shareholder of the Converting Entity will be converted into a 100% membership interest in the Converted Entity.

**ARTICLE V**


**EFFECTIVE TIME**

As used in this Plan and with respect to the Conversion, the term "Effective Time" shall mean 11:59 p.m. (EDT) on March 31, 2019.

*(Signature page follows)*

**IN WITNESS WHEREOF**, the Converting Entity has executed and delivered this Plan, as of the date first above written.

**FERGUSON ENTERPRISES, INC.**

By:   
Eric A. Gallo  
Secretary

*[Signature Page to Plan of Conversion of Ferguson Enterprises, Inc.]*

**TRADEMARK**  
**REEL: 006919 FRAME: 0697**

**Schedule A**

**Articles of Organization**

**(See attached)**

**TRADEMARK**

**REEL: 006919 FRAME: 0698**

**ARTICLES OF ORGANIZATION  
OF  
FERGUSON ENTERPRISES, LLC**

**Article I**

The name of the limited liability company is Ferguson Enterprises, LLC (the "Company").

**Article II**

The name of the Company's initial registered agent is Corporate Creations Network Inc. The initial registered agent is a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

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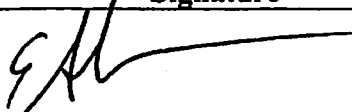
**Article III**

The Company's initial registered office address, which is identical to the business office of the initial registered agent, is 6802 Paragon Place #410, Richmond, VA 23230. The registered office is located in the county of Henrico.

**Article IV**

The Company's principal office address is 12500 Jefferson Avenue, Newport News VA 23602.

**Signature of Organizer:**

Signature	Printed Name	Date
	Eric A. Gallo Secretary	March 18, 2019

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 19, 2019

The State Corporation Commission has found the accompanying articles of entity conversion submitted on behalf of

Ferguson Enterprises, Inc.

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ENTITY CONVERSION

be issued and admitted to record with the articles of entity conversion and articles of organization in the Office of the Clerk of the Commission, effective March 31, 2019.

When the certificate becomes effective, Ferguson Enterprises, Inc. is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

Ferguson Enterprises, LLC

The limited liability company is granted the authority conferred on it by law in accordance with its articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By 

Judith Williams Jagdmann  
Commissioner

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of the articles of entity of conversion filed in the Clerk's Office of the Commission on March 19, 2019 by Ferguson Enterprises, LLC effective as of March 31, 2019.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
March 20, 2019*

*Joel H. Peck*  
\_\_\_\_\_  
*Joel H. Peck, Clerk of the Commission*