

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM608955

<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>
Sprecher Brewing Company, Inc.		01/30/2020	Corporation: WISCONSIN
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sprecher Brewing Company, LLC		
<b>Street Address:</b>	701 West Glendale Avenue		
<b>City:</b>	Glendale		
<b>State/Country:</b>	WISCONSIN		
<b>Postal Code:</b>	53209		
<b>Entity Type:</b>	Limited Liability Company: WISCONSIN		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88724787	SPRECHER SPRECHER ROOT BEER	
<b>Serial Number:</b>	88724992	SPRECHER	
<b>Registration Number:</b>	4639764	SPRECHER FIRE BREWED HARD ROOT BEER FLAV	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4142766581		
<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>	(414) 276-5000		
<b>Email:</b>	JB.Koenings@wilaw.com		
<b>Correspondent Name:</b>	JB Koenings, Esq.		
<b>Address Line 1:</b>	111 East Wisconsin Avenue		
<b>Address Line 2:</b>	Suite 1400		
<b>Address Line 4:</b>	Milwaukee, WISCONSIN 53202		
<b>NAME OF SUBMITTER:</b>	JB Koenings		
<b>SIGNATURE:</b>	/jb koenings/		
<b>DATE SIGNED:</b>	11/16/2020		
<b>Total Attachments: 8</b>			
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For Office



**State of Wisconsin**  
**Department of Financial Institutions**

***Endorsement***

**CERTIFICATE OF CONVERSION - Ch. 180**  
**SPRECHER BREWING COMPANY, INC.**

**Received Date: 1/30/2020**

**Filed Date: 1/31/2020**

**Filing Fee: \$150.00**

**Expedited Fee: \$25.00**

**Total Fee: \$175.00**

**Entity ID#: S035573**

Certificate of Conversion, converting a WI domestic Corp (Chap 180) into a WI domestic LLC (Chap 183)

Name Change  
Changes Registered Agent

Effective Date: January 30, 2020

OOS# 202001305438819



State of Wisconsin  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
Division of Corporate & Consumer Services

**FILING FEE \$150.00**

Please check box for (Optional) Expedited service  + \$25.00

FORM **1000**

**CERTIFICATE OF CONVERSION**

Sec. 178.1144; 179.76(8) & (5), 180.1161(5) & (5), 181.1161(5) & (5) and 183.1207(3) & (5), Wis. Stats.

**1. Before conversion:**

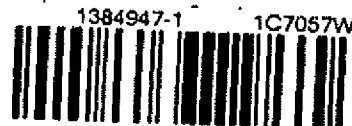
Company Name: Sprecher Brewing Company, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country *)
	<input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.)	
	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

\* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

**2. After conversion:**

Company Name: Sprecher Brewing Company, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)
	<input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.)	
	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

DEH/CORP/1000 (02/18)



TRADEMARK  
REEL: 007107 FRAME: 0193

3. A Plan of Conversion containing all the following parts is required to be attached as Exhibit A.  
 (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the statement of partnership authority, registration statement, articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. If converting the entity to another state or country, the governing document is not required. (NOTE: Templates for each are included in this form. Use of the templates is optional.)
- G. Other provisions relating to the conversion, as determined by the business entity.

4. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

5. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION:**

Registered Agent (Agent for Service of Process): Randal G. Sprecher	Registered Office: 701 W. Glendale Ave Glendale, WI 53209-6509
Additional Entry for a Limited Partnership or General Partnership only: →	Record/Principal Office:

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION:**

Registered Agent (Agent for Service of Process): Jeffrey Hamilton	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 701 W. Glendale Ave Glendale, WI 53209-6509
Additional Entry for a Limited Partnership or General Partnership only: →	Record/Principal Office:

7. Executed on 01/30/2020 (date) by the business entity **PRIOR TO ITS CONVERSION.**

  
(Signature)

Mark (X) below the title of the person executing the document.

Jeffrey Hamilton

(Printed Name)

For a corporation

Title:  President OR  Secretary or other officer title

For a limited liability company

Title:  Member OR  Manager

For a limited partnership/general partnership/limited liability partnership

Title:  General Partner  Partner

This document was drafted by

Attorney Teresa K. Kobelt

**INSTRUCTIONS** (Ref. Sec. 178.1141, 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Please use BLACK ink. Submit one original to State of WI Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, (fees not yet set by rule), payable to the department. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, please visit [www.wdfi.org/contact-us/](http://www.wdfi.org/contact-us/) for current physical address). This document can be made available in alternate formats upon request to qualifying individuals with disabilities. The original must include an original manual signature. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing Impaired may call 711 for TTY.

**NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 178.0102(4) (5) & (6), 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Enter the company name, type of business entity, and state of organization of business entity after conversion.

**DO NOT STAPLE:**

Sec. 178.1141,  
179.76(3) & (5),  
180.1161(3) & (5),  
181.1161(3) & (5) and  
183.1207(3) & (5),  
Wis. Stats.

Optional Template

State of Wisconsin  
**DEPARTMENT OF FINANCIAL INSTITUTIONS**  
Division of Corporate & Consumer Services



**Exhibit A**  
**PLAN OF CONVERSION**

**1. Before conversion:**

Company Name: Sprecher Brewing Company, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

**2. After conversion:**

Company Name: Sprecher Brewing Company, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

**3. The terms and conditions of the conversion:**

The plan of conversion was unanimously approved by the directors and sole shareholder pursuant to Wis Stat. sec. 180.1161 and 180.1103.
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Optional Template (continued)

4. The manner and basis of converting the shares or other ownership interests of the business entity that is to be converted into shares or other ownership interests of the new form of business entity (required).

The shares of common stock in the Corporation will be converted to 100 membership units in the limited liability company. Management of the limited liability company shall be vested in its members.

5. Other provisions relating to the conversion, as determined by the business entity.

6. (OPTIONAL) Delayed Effective Date and Time of Conversion

The effective date and time of conversion shall be \_\_\_\_\_ (date) at \_\_\_\_\_ (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached as Exhibit B. If converting the entity to another state or country, the governing document is not required and will not be accepted.

(NOTE: Templates for statement of partnership authority, registration statement, certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is optional)

(Attach the appropriate governing document after conversion as Exhibit B)



(TEMPLATES: Articles of Incorporation-Nonstock and Articles of Organization)

**Exhibit B**  
**For a Wisconsin Nonstock Corporation (Ch. 181)**

Article 1. Name of the corporation: \_\_\_\_\_  
(Must contain "Inc." or other appropriate words or abbreviations. See sec. 181.0401, Wis. Stats.)

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. The corporation:  will have members **OR**  will not have members

Article 4. Name of the registered agent:

Article 5. Street address (in Wisconsin) of the registered office:

Article 6. Mailing address of the principal office:

(Optional) Article 7. The purpose or purposes for which the corporation is organized:

**Exhibit B**  
**For a Wisconsin Limited Liability Company (Ch. 183)**

Article 1. Name of the limited liability company: Sprecher Brewing Company, LLC  
(Must end with "LLC" or contain other appropriate words or abbreviations. See sec. 183.0103, Wis. Stats.)

Article 2. The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.

Article 3. The management of the limited liability company shall be vested in:

a manager or managers **OR**  Its members

Article 4. Name of the registered agent:  
Jeffrey Hamilton

Article 5. Street address (in Wisconsin) of the registered office:

701 W. Glendale Ave.  
Glendale, WI 53209-6509

(NOTICE: Articles of Organization may contain only the above information.)

**CERTIFICATE OF CONVERSION**

Kobelt@bartelgrob.com

**\* Please provide an email or postal mailing address for the filed copy of the document.**

Your phone number during the day: 508.863.6600

**INSTRUCTIONS (Cont'd)**

3. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may either use the template Plan of Conversion provided in this form or may draft a Plan by other means.

4. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.

5. Except for general partnerships, provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership or general partnership, provide the address of its record or principal office.

6. Except for general partnerships, provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership or general partnership, also provide the address of its record or principal office. **NOTE:** The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P.O. Box addresses may be included as part of the address (if located in the same community); but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.

7. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.

DP/CORP/1001(02/18)