

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM614688

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Groupware Technologies, Inc.		12/11/2020	Corporation:
RECEIVING PARTY DATA			
Name:	Groupware Technologies, LLC		
Street Address:	10437 Innovation Dr.		
Internal Address:	Ste 306		
City:	Wauwatosa		
State/Country:	WISCONSIN		
Postal Code:	53226		
Entity Type:	Limited Liability Company: WISCONSIN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2197034	PROVIDE	
CORRESPONDENCE DATA			
Fax Number:	4142735198		
<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:	4142733500		
Email:	alosiniecki@gklaw.com		
Correspondent Name:	Shane Delsman		
Address Line 1:	833 E. Michigan Street		
Address Line 2:	Suite 1800		
Address Line 4:	Milwaukee, WISCONSIN 53202		
NAME OF SUBMITTER:	Shane Delsman		
SIGNATURE:	/Shane Delsman/		
DATE SIGNED:	12/16/2020		
Total Attachments: 8			
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FORM **1000**

CERTIFICATE OF CONVERSION

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

1. Before conversion:

Company Name: Groupware Technologies, 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 *)

* 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: Groupware Technologies, 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. 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): Bret Forest Ballinger	Registered Office: 10437 Innovation Dr Ste 306 Wauwatosa, WI 53226
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): G&K Wisconsin Services, LLC	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 833 East Michigan St, Suite 1800 Milwaukee, WI 53202
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

7. Executed on 12/11/2020 (date) by the business entity PRIOR TO ITS CONVERSION.



(Signature)

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

Bret F. Ballinger

(Printed Name)

For a corporation

Title: President OR Secretary or other officer title _____

For a limited partnership/general partnership/
limited liability partnership

For a limited liability company

Title: Member OR Manager

Title: General Partner Partner

This document was drafted by Claudia Egan

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.wdfl.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(4t) (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**.

PLAN OF CONVERSION

1. Name and State of Formation Prior to Conversion. The name of the company is Groupware Technologies, Inc. ("the "Company") and it is a corporation governed by and incorporated in accordance with the laws of the State of Wisconsin.

2. Name and State of Formation after Conversion. The Company shall convert into a limited liability company to be known as Groupware Technologies, LLC and it shall be a limited liability company governed by and organized in accordance with the laws of the State of Wisconsin.

3. Conversion.

(a.) The Company shall convert into Groupware Technologies, LLC, a Wisconsin limited liability company, and shall exist by virtue and in accordance with the laws of the State of Wisconsin (the "Conversion").

(b.) From and after the Effective Date (as defined below), the existence, purpose, powers, franchises, rights, and immunities of the Company shall continue unaffected and unimpaired by the Conversion and it shall continue its existence as Groupware Technologies, LLC, a limited liability company governed by and organized in accordance with the laws of the State of Wisconsin. Upon the Effective Date, the Company shall cease to exist as a corporation in accordance with the laws of the State of Wisconsin.

(c.) The Company shall not be required to wind up its affairs, or pay its liabilities and distribute its assets, as a result of the Conversion, and the Conversion shall not constitute a dissolution of the Company, but shall constitute a continuation of the existence of the Company in the form of Groupware Technologies, LLC.

4. Manner of Converting Shares. On the Effective Date, as a result of the Conversion, each issued and outstanding share of common stock of the Company shall be exchanged for an identical number of membership units of Groupware Technologies, LLC.

5. Effective Date. The Conversion shall become effective on December 11, 2020 (the "Effective Date").

6. Articles of Organization. The Articles of Organization of Groupware Technologies, LLC are attached as Exhibit B to the Certificate of Conversion.

7. Approval of Plan. Upon approval and adoption of this Plan of Conversion and any other documents, instruments and agreements required, necessary or appropriate to effectuate the Conversion by the Company's Board of Directors and shareholders, a Certificate of Conversion shall be executed, filed and recorded in accordance with the Wisconsin Business Corporation Law as soon as practicable after the date hereof.

8. Abandonment of Plan. Notwithstanding anything contained herein to the contrary, this Plan of Conversion may be terminated and abandoned by the Board of Directors of the Company at any time prior to the filing of the Certificate of Conversion if the Board of Directors of the Company should decide that it would not be in the best interests of the Company to effectuate such Conversion.

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Exhibit B

State of Wisconsin
Department of Financial Institutions
ARTICLES OF ORGANIZATION – LIMITED LIABILITY COMPANY

Executed by the undersigned for the purpose of forming a Wisconsin Limited Liability Company under Chapter 183 of the Wisconsin Statutes:

- Article 1. **Name of the limited liability company:**
Groupware Technologies, LLC
- Article 2. **The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.**
- Article 3. **Name of the initial registered agent.**
G&K Wisconsin Services, LLC
- Article 4. **Street address of the initial registered office.**
833 East Michigan St, Suite 1800, Milwaukee, WI 53202
- Article 5. **Management of the limited liability company shall be vested in:**
Manager or Managers
- Article 6. **Name and complete address of each organizer:**
Claudia Egan Law Offices LLC
c/o 14510 W Crestview Dr, New Berlin, WI 53151-2307
- Other Information **This document was drafted by:**
Claudia Egan

Organizer Signature

By: _____

Claudia Egan, Attorney

Contact Information:
Claudia Egan Law Offices LLC
c/o 14510 W Crestview Dr, New Berlin, WI 53151-2307

CERTIFICATE OF CONVERSION

Claudia Egan Law Offices LLC
claudia@czeganlaw.com

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

Your phone number during the day: 414-587-3426

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.



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 180

GROUPWARE TECHNOLOGIES, INC.

Received Date: 12/11/2020

Filed Date: 12/14/2020

Filing Fee: \$150.00

Expedited Fee: \$25.00

Total Fee: \$175.00

Entity ID#: G025010

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

Name Change
Changes Registered Agent & Registered Office Address

Effective Date: December 11, 2020

OOS# 202012105621668