

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM654068

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
See Progress, Inc.		05/21/2021	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	See Progress, LLC		
Street Address:	880 Technology Drive		
City:	Ann Arbor		
State/Country:	MICHIGAN		
Postal Code:	48104		
Entity Type:	Limited Liability Company: MICHIGAN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5523922	BODY SHOP BINGO	
CORRESPONDENCE DATA			
Fax Number:	2124464900		
<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>			
Email:	susan.zablocki@kirkland.com		
Correspondent Name:	SUSAN ZABLOCKI		
Address Line 1:	Kirkland & Ellis LLP		
Address Line 2:	601 Lexington Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	38123-608		
NAME OF SUBMITTER:	Susan Zablocki		
SIGNATURE:	/susan zablocki/		
DATE SIGNED:	06/15/2021		
Total Attachments: 5			
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source=See Progress LLC - MI Conversion-Organization - FILED 05 21 2021_(77101989_1)#page2.tif			
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**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received MAY 21 2021	(FOR BUREAU USE ONLY)
ADJUSTED TO AGREE WITH BUREAU RECORDS	<p align="center">AC1</p> <p align="center">\$1100 V CEPAS 21052145268652</p> <p>This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.</p>
<p align="center">FILED</p> <p align="center">MAY 21 2021</p> <p align="center">ADMINISTRATOR CORPORATIONS DIVISION</p>	
<p>Name Maura Toler</p> <p>Address 880 Technology Dr.</p> <p>City State ZIP Code Ann Arbor Michigan 48104</p>	
<p>Document will be returned to the name and address you enter above. If left blank, document will be returned to the registered office.</p>	
<p>EFFECTIVE DATE: Expiration date for new assumed names: December 31, Expiration date for transferred assumed names appear on page 2.</p>	

CERTIFICATE OF CONVERSION

For use by a Corporation Converting into a Business Organization

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies), and Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate of Conversion.

1. Before Conversion

Entity Name: See Progress, Inc.		Entity ID: 800400943
Indicate (X) Entity Type	<input checked="" type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Domestic Nonprofit Corporation
	Street Address, if different than the one provided in Item 3:	
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation

2. After Conversion

Entity Name: See Progress, LLC		
Indicate (X) Entity Type	<input type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Foreign Profit Corporation
	<input checked="" type="checkbox"/>	Domestic Limited Liability Company
	<input type="checkbox"/>	Foreign Limited Liability Company
<p>If the converting corporation is a domestic corporation that has not commenced business, has not issued any shares or memberships, and has not elected a board of directors, proceed to Item 9.</p> <p>If the converting corporation is a domestic corporation that has commenced business or a foreign corporation, proceed to Item 3.</p>		



3. Surviving Business Organization (After Conversion Entity)

Governing Statute:

Michigan Limited Liability Company Act - Act 23 of 1993

Street Address:

880 Technology Drive Ann Arbor, MI 48104

Principal Place of Business:

880 Technology Drive Ann Arbor, MI 48104

4. Complete only if before conversion entity is a domestic profit corporation.

Designation and number of outstanding shares in each class and series 60,000 Common Shares

Indicate class and series of shares entitled to vote Common Shares

Indicate class and series entitled to vote as a class, if any N/A

If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

N/A

5. Complete only if before conversion entity is a nonprofit corporation and it is organized on a stock basis.

Designation and number of outstanding shares in each class _____

Indicate class of shares entitled to vote _____

Indicate class of shares entitled to vote as a class, if any _____

If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

6. Complete only if before conversion entity is a nonprofit corporation and it is organized on a membership basis.

For a corporation organized on a membership basis, state (a) a description of its members and (b) the number, classification, and voting rights of its members:

7. Complete only if before conversion entity is a nonprofit corporation and it is organized on directorship basis.

For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors:

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8. Complete only if before conversion entity is a domestic profit or nonprofit corporation.

The manner and basis of converting the shares or memberships of the converting corporation into ownership interests or obligations of the surviving business organization, into cash, into other consideration that may include ownership interests or obligations of an entity that is not a party to the conversion, or into a combination of cash and other consideration.

Every 400 shares of the converting corporation issued and outstanding will convert into 1% of the membership interests of the surviving business organization, resulting in 100% of the membership interests of the surviving business organization issued and outstanding following the conversion.

9. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document by the administrator.)

The conversion is effective on the _____ day of _____, _____.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any shareholder or member of the converting corporation.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

10. The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Expiration Date

11. The converting corporation's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization:

Assumed Name	Expiration Date

12. **Signatures:** Complete only Section (a) or (b) if the converting corporation is domestic.
Complete only (c) if the converting corporation is foreign.

Complete if the domestic corporation has not commenced business:

a) The plan of conversion was approved by unanimous consent of the incorporators of the converting domestic corporation and the corporation has not yet commenced business, has not issued any shares or memberships, and has not elected a board of directors in accordance with Section 745(1)(d) of the Act.

Signed this _____ day of _____, _____

(Signature of Incorporator)

(Signature of Incorporator)

(Type or Print Name)

(Type or Print Name)

(Signature of Incorporator)

(Signature of Incorporator)

(Type or Print Name)

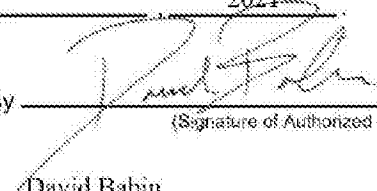
(Type or Print Name)

Complete if the domestic corporation has commenced business:

b) The plan of conversion was adopted by the Board of Directors and approved by the shareholders of the domestic corporation in accordance with Section 745(1)(c) of the Act.

Signed this 21st day of May, 2021

By _____


(Signature of Authorized Officer or Agent)

David Babin

(Type or Print Name)

Complete only if the converting corporation is foreign:

c) The plan of conversion was adopted and submitted for approval in the manner required by the law governing the internal affairs of the converting foreign corporation.

Signed this _____ day of _____, _____

By _____

(Signature of Authorized Officer or Agent)

(Type or Print Name)

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**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received

AC1

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name

Shiho Inouye c/o Kirkland & Ellis LLP

Address

555 California Street, Suite 2700

City

State

ZIP Code

San Francisco, CA 94104

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

ARTICLES OF ORGANIZATION

For use by Domestic Limited Liability Companies

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned executes the following Articles:

ARTICLE I

The name of the limited liability company is: See Progress, LLC

ARTICLE II

The purpose or purposes for which the limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

ARTICLE III

The duration of the limited liability company if other than perpetual is: _____

ARTICLE IV

1. The name of the resident agent at the registered office is: CSC-Lawyers Incorporating Service (Company)

2. The street address of the location of the registered office is:

2900 West Road, Suite 500, East Lansing _____, Michigan _____ 48823
(Street Address) (City) (Zip Code)

3. The mailing address of the registered office if different than above:

_____, Michigan _____
(P.O. Box or Street Address) (City) (Zip Code)

ARTICLE V (Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

Signed this 21st day of May, 2021

By _____
(Signature(s) of Organizer(s))

David Babin _____
(Type or Print Name(s) of Organizer(s))

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