

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM655332

| | | | |
|---|--------------------------------------|-----------------------|------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| SSI Technologies, Inc. | | 12/27/2018 | Corporation: WISCONSIN |
| RECEIVING PARTY DATA | | | |
| Name: | SSI Technologies, LLC | | |
| Street Address: | 3200 Palmer Drive | | |
| City: | Janesville | | |
| State/Country: | WISCONSIN | | |
| Postal Code: | 53546 | | |
| Entity Type: | Limited Liability Company: WISCONSIN | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2825488 | ACU-TRAC | |
| Registration Number: | 3160372 | FLUID-TRAC | |
| Registration Number: | 1670044 | SSI | |
| Registration Number: | 1657221 | SSI | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3122220818 | | |
| <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: | 3122220800 | | |
| Email: | klbehnke@michaelbest.com | | |
| Correspondent Name: | Michael Best & Friedrich LLP | | |
| Address Line 1: | 444 W. Lake Street, Suite 3200 | | |
| Address Line 4: | Chicago, ILLINOIS 60606 | | |
| NAME OF SUBMITTER: | Susan H. Frohling | | |
| SIGNATURE: | /Susan H. Frohling/ | | |
| DATE SIGNED: | 06/22/2021 | | |
| Total Attachments: 9 | | | |
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United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, Patti Epstein, Administrator, Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department.

Patti Epstein

PATTI EPSTEIN, Administrator
Division of Corporate and Consumer Services
Department of Financial Institutions

DATE: July 30, 2020

BY: Deidre Taylor

A handwritten signature in black ink, appearing to be "Deidre Taylor", written over a horizontal line.



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

1. Before conversion:

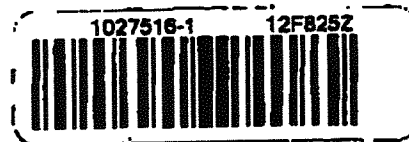
| | | |
|--|---|---|
| Company Name: SSI Technologies, Inc. | | |
| Indicate (X) Entity Type | <input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. 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: SSI 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) |

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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:**

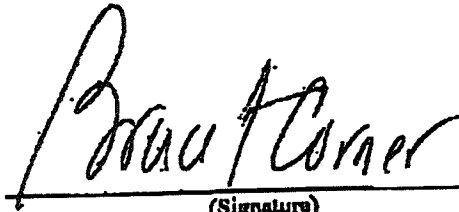
| | |
|--|--|
| Registered Agent (Agent for Service of Process): Bruce E. Corner | Registered Office: 3200 Palmer Drive Janesville, WI 53546-2308 |
| Additional Entry for a Limited Partnership or General Partnership only → | Record/Principal Office: |

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): Bruce E. Corner | Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 3200 Palmer Drive Janesville, WI 53546-2308 |
| Additional Entry for a Limited Partnership or General Partnership only → | Record/Principal Office: |

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7. Executed on Dec. 27, 2018 (date) by the business entity PRIOR TO ITS CONVERSION.



(Signature)

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

Bruce E. Comer

(Printed Name)

For a corporation

Title: President OR Secretary or other officer title Senior Vice President

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 Robert J. Shepard

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(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.

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CERTIFICATE OF CONVERSION

Janel Bohn, Paralegal - jbohn@gklaw.com
Godfrey & Kahn, S.C.
833 E. Michigan Street, Suite 1800
Milwaukee, WI 53202

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

Your phone number during the day: 414-273-3500

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.

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EXHIBIT A

**PLAN OF CONVERSION
CONVERTING
SSI TECHNOLOGIES, INC.,
a Wisconsin corporation,
INTO
SSI TECHNOLOGIES, LLC,
a Wisconsin limited liability company**

1. Name and State of Formation before Conversion. The name of the company is SSI 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 SSI Technologies, L.L.C., 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 SSI Technologies, LLC, a Wisconsin limited liability company ("SSI LLC"), 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 SSI L.L.C., a limited liability company, governed by and organized in accordance with the laws of the State of Wisconsin. From and after the Effective Date, SSI L.L.C. shall continue to be vested with full title to all properties and assets owned by the Company without reversion or impairment, and shall continue to have all liabilities of the Company, unaffected and unimpaired by the Conversion. Upon the Effective Date, the Company shall cease to exist as a corporation in accordance with the Wisconsin Business Corporation Law (the "WBCL") and shall continue as a limited liability company in accordance with the Wisconsin Limited Liability Company Act (the "WLLCA").

(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 SSI L.L.C.

4. Manner of Converting Shares. On the Effective Date, as a result of the Conversion, all of the outstanding shares of Voting Common Stock and Non-Voting Common Stock of the Company shall be converted into membership interests in SSI LLC, and upon such Conversion shall be deemed to be cancelled and no longer outstanding, and the sole shareholder of the Company shall be deemed to own 100% of the membership interests in SSI LLC and shall become the sole member of SSI LLC.

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5. Effective Date. The Conversion shall become effective as of 12:00 a.m. midnight Central Time on January 1, 2019 (the "Effective Date").

6. Articles of Organization. The Articles of Organization of SSI 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 sole shareholder, a Certificate of Conversion shall be executed, filed and recorded in accordance with the WBCI and the WLLCA 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 with the Wisconsin Department of Financial Institutions 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.

EXHIBIT B

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

Article 1. Name of the limited liability company:

SSI Technologies, LLC

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

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

A member or members

Article 4. Name of the registered agent.

Bruce E. Corner

Article 5. Street address of the initial registered office.

3200 Palmer Drive
Janesville, WI 53546-2308

This document was drafted by:

Robert J. Shepard
Godfrey & Kahn, S.C.
833 E. Michigan Street, Suite 1800
Milwaukee, WI 53202



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 180

SSI TECHNOLOGIES, INC.

Received Date: 12/27/2018

Filed Date: 12/28/2018

Filing Fee: \$150.00

Expedited Fee: \$25.00

Total Fee: \$175.00

Entity ID#: 1S17857

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

Name Change

Effective Date: January 1, 2019

OOS# 201812275200328