

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM656396

<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>
Pop Vapor Co., LLC		01/13/2021	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Pop Vapor Co., LLC		
<b>Street Address:</b>	3017 Bolling Way NE		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30305		
<b>Entity Type:</b>	Limited Liability Company: GEORGIA		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88905270	DISPOSABLE DEVICE BLUE RAZ	
<b>Serial Number:</b>	88905266	DISPOSABLE DEVICE BANANA ICE	
<b>Serial Number:</b>	88905259	DISPOSABLE DEVICE PINEAPPLE STRAWBERRY CO	
<b>Serial Number:</b>	88901893	DISPOSABLE DEVICE LUSH ICE 1.2 ML 5.0% N	
<b>Serial Number:</b>	88907534	CHILLED	
<b>Serial Number:</b>	88705348	POP	
<b>Serial Number:</b>	88907554	POP HIT	
<b>Serial Number:</b>	88907546	POP HIT	
<b>Serial Number:</b>	88907525	POP HIT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7704347376		
<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>	770-434-6868		
<b>Email:</b>	bradcliff@taylorenghish.com		
<b>Correspondent Name:</b>	Brent M. Radcliff		
<b>Address Line 1:</b>	1600 Parkwood Circle, Suite 200		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30339		
<b>NAME OF SUBMITTER:</b>	Brent M. Radcliff		

OP \$240.00 88905270

<b>SIGNATURE:</b>	/BMR/
<b>DATE SIGNED:</b>	06/28/2021
<b>Total Attachments: 4</b> source=Pop Vapor Co., LLC-GA-Conversion#page1.tif source=Pop Vapor Co., LLC-GA-Conversion#page2.tif source=Pop Vapor Co., LLC-GA-Conversion#page3.tif source=Pop Vapor Co., LLC-GA-Conversion#page4.tif	

# STATE OF GEORGIA

**Secretary of State**  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF CONVERSION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **1/13/2021** converting

**POP VAPOR CO., LLC**  
a Foreign Non-Qualifying Entity  
to  
**POP VAPOR CO., LLC**  
a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **01/13/2021**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

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INTAKE DIVISION

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**CERTIFICATE OF CONVERSION OF  
POP VAPOR CO., LLC  
(a California limited liability company)  
TO  
POP VAPOR CO., LLC  
(a Georgia limited liability company)**

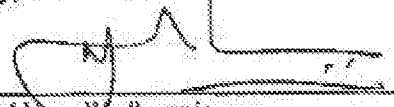
The undersigned, pursuant to the provisions of Section 14-11-212 of the Georgia Limited Liability Company Act (the "Act"), and on behalf of Pop Vapor Co., LLC, a California limited liability company (the "CA LLC"), and Pop Vapor Co., LLC, a Georgia limited liability company (the "GA LLC"), hereby adopts and files this Certificate of Conversion for the purpose of converting the CA LLC into the GA LLC, whereby the GA LLC will be the surviving entity:

1. The name and jurisdiction of the converting limited liability company is Pop Vapor Co., LLC, a California limited liability company.
2. The CA LLC elects to become a Georgia limited liability company.
3. The effective date of the conversion is the date and time this Certificate of Conversion is filed with the Secretary of State of the State of Georgia (the "Effective Time").
4. The election has been approved as required by Section 14-11-212(a) of the Act.
5. Filed with this Certificate of Conversion are Articles of Organization in the form required by Section 14-11-204 of the Act, which Articles of Organization set forth a name for the limited liability company that satisfies the requirements of Section 14-11-207 of the Act. Such Articles of Organization shall be the Articles of Organization of the limited liability company formed pursuant to the election unless and until modified in accordance with the Act.
6. The manner and basis for converting the ownership interests of the members of the CA LLC into interests as the members of the GA LLC is that the interests of the members of the CA LLC which are issued and outstanding and held by the members immediately prior to conversion shall, by virtue of the conversion and without any action on the part of the holders thereof, be converted at the Effective Time into membership interests of the GA LLC, in the same manner and percentages as the outstanding membership interests of the CA LLC immediately prior to the Effective Time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on this 11<sup>th</sup> day of January, 2021.

**POP VAPOR CO., LLC, a California limited liability company**

By: W Venture Capital LLC, a Georgia limited liability company, as its sole Member

By:   
Name: Aleem Wadhwanis  
Title: Member

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**ARTICLES OF ORGANIZATION**

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OF

**POP VAPOR CO., LLC**

**ARTICLE I**

The name of the Company is Pop Vapor Co., LLC.

**ARTICLE II**

The name and address of the Company's organizer is Aleem Wadhwanja, 3017 Bolling Way NE, Atlanta, Fulton County, Georgia 30305.

**ARTICLE III**

The registered office of the Company is located at 289 South Culver Street, Lawrenceville, Gwinnett County, Georgia 30046-4805. The registered agent of the Company at its registered office is CT Corporation-System.

**ARTICLE IV**

The principal place of business of the Company is 3017 Bolling Way NE, Atlanta, Fulton County, GA, 30305.

**ARTICLE V**

The management of the Company shall be vested in one or more managers.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization this 11th day of January, 2021.

  
Aleem Wadhwanja, Organizer



Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION  
2 Martin Luther King Jr. Dr. SE  
Suite 313 West Tower  
Atlanta, Georgia 30334  
(404) 656-2817  
sos.ga.gov

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TRANSMITTAL INFORMATION FORM  
GEORGIA LIMITED LIABILITY COMPANY

**IMPORTANT:** Please provide the entity's primary email address when completing this form.  
Primary Email Address: \_\_\_\_\_

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. LLC Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank.)  
Pop Vapor Co., LLC  
LLC Name (List exactly as it appears in articles.)

2. Aleem Wadhwanji  
Name\* of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)  
3017 Bolling Way NE Atlanta GA 30305  
Address City State Zip Code  
aleemw@taylorenglish.com Telephone Number  
Filer's Email Address

3. 3017 Bolling Way NE  
Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)  
Atlanta GA 30305  
City State Zip Code

4. C T Corporation System  
Name\* of Registered Agent in Georgia  
289 S Silver St  
Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)  
Lawrenceville Gwinnett GA 30046-4805  
City County State Zip Code  
FFInboxATL@a Wolterskluwer.com  
Registered Agent's Email Address

5. Name\* and Address of Each Organizer (Attach additional sheets if necessary.)  
Aleem Wadhwanji 3017 Bolling Way Atlanta GA 30305  
Organizer Address City State Zip Code  
Organizer Address City State Zip Code

6. Mail the following items to the Secretary of State at the above address:  
1) This Transmittal Information Form;  
2) The Articles of Organization; and  
3) Filing fee of \$110.00 (\$100 filing fee + \$10 paper filing service charge) payable to Secretary of State. Filing fees are non-refundable.  
I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.

Signature of Authorized Person \_\_\_\_\_ Date 1/12/21  
Aleem Wadhwanji  
Print Name\*

\* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.

FORM CD 231  
(Rev. 10/2018)