

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM670244

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ENTITY CONVERSION
RESUBMIT DOCUMENT ID:	900628058

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HYGENIC INTANGIBLE PROPERTY HOLDING CO.		06/18/2019	Corporation: NEVADA

RECEIVING PARTY DATA

Name:	BIOFREEZE IP HOLDINGS, LLC
Street Address:	1245 Home Avenue
City:	Akron
State/Country:	OHIO
Postal Code:	44310
Entity Type:	Limited Liability Company: NEVADA

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	1774041	BIOFREEZE
Registration Number:	4429990	BIOFREEZE 360°
Registration Number:	4334349	BIOFREEZE COLD THERAPY PAIN RELIEF
Registration Number:	4334350	BIOFREEZE COLD THERAPY PAIN RELIEF
Registration Number:	5783479	BIOFREEZE COOL THE PAIN
Registration Number:	5585117	COOL THE PAIN
Registration Number:	5850881	FEEL NO LIMITS
Registration Number:	2318703	PAIN RELIEF THAT WORKS
Registration Number:	2814611	THE PAIN STOPS HERE!
Registration Number:	4511046	YOUR NATURAL CHOICE FOR PAIN RELIEF
Registration Number:	2127009	PERFORM
Registration Number:	2595961	DYNAFREEZE
Registration Number:	5428806	FEEL GOOD. LIVE GREAT.

CORRESPONDENCE DATA

Fax Number: 2023282219

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.

Phone: 2023281200
Email: mpequignot@pmiplaw.com, msullivan@pmiplaw.com
Correspondent Name: Matthew A. Pequignot
Address Line 1: 445 Marine View Avenue, Suite 300
Address Line 4: Del Mar, CALIFORNIA 92014

NAME OF SUBMITTER: Matthew A. Pequignot

SIGNATURE: /Matthew A. Pequignot/

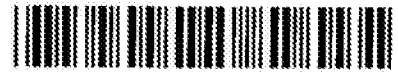
DATE SIGNED: 08/25/2021

Total Attachments: 8

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BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov



140304

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 1

Filed in the office of <i>Barbara K. Cegavske</i>	Document Number 20190261362-02
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time 06/18/2019 1:47 PM
	Entity Number E0041972009-7

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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PLEASE NOTE: The charter document for the resulting entity *must* be submitted/filed simultaneously with the articles of conversion.

Articles of Conversion
 (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Hygenic Intangible Property Holding Co.

Name of constituent entity

Nevada

Jurisdiction

Corporation

Entity type *

and,

Biofreeze IP Holdings, LLC

Name of resulting entity

Nevada

Jurisdiction

Limited Liability Company

Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1
 Revised: 1-5-15

TRADEMARK
REEL: 007395 FRAME: 0786



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Articles of Conversion

(PURSUANT TO NRS 92A.205)

Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: N/A

c/o: N/A

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date:

Time:

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Hygenic Intangible Property Holding Co.

Name of constituent entity

X 
 Signature

Chief Executive Officer

Title

Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
 Revised: 1-5-15

TRADEMARK
REEL: 007395 FRAME: 0787

PLAN OF CONVERSION

OF

HYGENIC INTANGIBLE PROPERTY HOLDING CO.

WHEREAS, pursuant to Section 92A.105 of the Nevada Revised Statutes, Hygenic Intangible Property Holding Co., a Nevada corporation, desires to convert its business entity status from a corporation to a limited liability company and hereby agrees as follows.

1. The name of the constituent entity prior to the conversion is Hygenic Intangible Property Holding Co. (the "Converting Entity") and is a corporation duly organized under the laws of the State of Nevada on January 28, 2009.
2. The name of the resulting entity after the conversion shall be Biofreeze IP Holdings, LLC and will be a limited liability company duly organized under the laws of the State of Nevada (the "Converted Entity").
3. The conversion shall become effective upon filing the Articles of Conversion with the Nevada Secretary of State (the "Effective Time").
4. The full text of the Articles of Organization and the Operating Agreement of the Converted Entity are attached hereto as Exhibit A and Exhibit B, respectively, and each is incorporated herein by this reference. At the Effective Time, the Articles of Organization and the Operating Agreement of the Converted Entity shall govern according to the applicable laws of the State of Nevada.
5. At the Effective Time, by virtue of the conversion and without any action on the part of the sole stockholder of the Converting Entity, each share of stock owned by the sole stockholder in the Converting Entity shall be converted and reclassified into a 100% member's interest (as defined in Section 86.091 of the Nevada Revised Statutes) in the Converted Entity.
6. At and after the Effective Time, for all purposes of the laws of Nevada, the Converted Entity shall be considered (i) to be a Nevada limited liability company, (ii) to be the same entity, without interruption, as the Converting Entity prior to the Effective Time and (iii) to have been formed on January 28, 2009, the date that the Converting Entity was originally formed.
7. At and after the Effective Time, the Converted Entity shall possess all the assets of every description, and every interest in the assets, wherever located, and the rights, privileges, immunities, powers, franchises and authority, of a public as well as a private nature, of the Converting Entity and all obligations belonging to or due to the Converting Entity, all of which vest in the Converted Entity without further act or deed. The Converted Entity shall be liable for all the obligations of the Converting Entity; any claim existing, or action or proceeding pending, by or against the Converting Entity may be prosecuted to judgment, with right of appeal, as if the Conversion had not taken place; or the Converted Entity may be substituted in its place; and all the rights of creditors of the Converting Entity shall be preserved unimpaired.

IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion as of the date first written above.

**HYGENIC INTANGIBLE PROPERTY
HOLDING CO.**

By: 
Name: Francis Dirksmeier
Its: Chief Executive Officer

*Signature Page to Plan of Conversion
Hygenic Intangible Property Holding Co.*

Exhibit A

Articles of Organization of the Converted Entity

[see attached]

Exhibit B

Operating Agreement of the Converted Entity

[see attached]



BARBARA K. CEGAVSKE
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 Carson City, Nevada 89701-4201
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050106

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20190261363-13 Filing Date and Time 06/18/2019 1:47 PM Entity Number E0041972009-7
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Articles of Organization
Limited-Liability Company
 (PURSUANT TO NRS CHAPTER 86)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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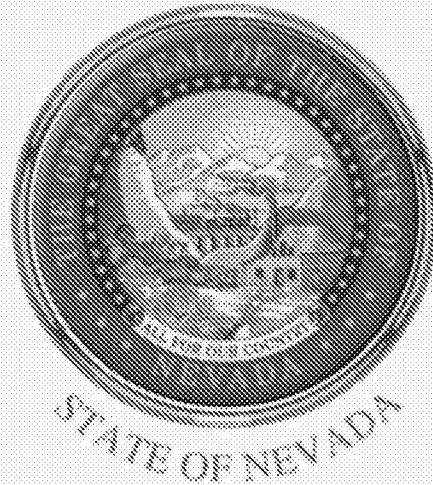
1. Name of Limited-Liability Company: (must contain approved limited-liability company wording; see instructions)	Biofreeze IP Holdings, LLC	Check box if a Series Limited-Liability Company	Check box if a Restricted Limited-Liability Company
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: <u>CT Corporation System</u> Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity Street Address City Nevada Zip Code Mailing Address (if different from street address) City Nevada Zip Code		
3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual):		
4. Management: (required)	Company shall be managed by: <input type="checkbox"/> Manager(s) OR <input checked="" type="checkbox"/> Member(s) (check only one box)		
5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) The Hygenic Corporation Name 1245 Home Avenue Akron OH 44310 Street Address City State Zip Code 2) Name Street Address City State Zip Code 3) Name Street Address City State Zip Code		
6. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State. Francis Dirksmeier Name 1245 Home Avenue Akron OH 44310 Address City State Zip Code Organizer Signature		
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. If the registered agent is unable to sign the Articles of Organization, submit a separate signed Registered Agent Acceptance form. <input checked="" type="checkbox"/> Stephanie Hencz 6/18/2019 Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date		

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 88 DLLC
 Articles Revised: 9-26-17

TRADEMARK
REEL: 007395 FRAME: 0792

SECRETARY OF STATE



NEVADA STATE BUSINESS LICENSE

BIOFREEZE IP HOLDINGS, LLC
Nevada Business Identification # NV20091032507

Expiration Date: January 31, 2020

In accordance with Title 7 of Nevada Revised Statutes, pursuant to proper application duly filed and payment of appropriate prescribed fees, the above named is hereby granted a Nevada State Business License for business activities conducted within the State of Nevada.

Valid until the expiration date listed unless suspended, revoked or cancelled in accordance with the provisions in Nevada Revised Statutes. License is not transferable and is not in lieu of any local business license, permit or registration.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on June 18, 2019

Barbara K. Cegavske

Barbara K. Cegavske
Secretary of State

You may verify this license at www.nvsos.gov under the Nevada Business Search.

License must be cancelled on or before its expiration date if business activity ceases. Failure to do so will result in late fees or penalties which by law cannot be waived.