

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM686491

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Beach Spirits, Inc.		08/20/2013	Corporation: VIRGINIA
RECEIVING PARTY DATA			
Name:	Beach Sprits, LLC		
Street Address:	1102 VINTAGE COURT		
City:	VIRGINIA BEACH		
State/Country:	VIRGINIA		
Postal Code:	23454		
Entity Type:	Limited Liability Company: VIRGINIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	5146125	BEACH FUZZ	
Registration Number:	4721067	DO NOT RESCUE	
CORRESPONDENCE DATA			
Fax Number:	4049626588		
<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:	14048853155		
Email:	trademarks@troutman.com		
Correspondent Name:	Austin Padgett, Esq.		
Address Line 1:	600 Peachtree Street, NE, Suite 3000		
Address Line 4:	Atlanta, GEORGIA 30308		
ATTORNEY DOCKET NUMBER:	258672.000006		
NAME OF SUBMITTER:	Austin Padgett, Esq.		
SIGNATURE:	/austin padgett/		
DATE SIGNED:	11/08/2021		
Total Attachments: 8			
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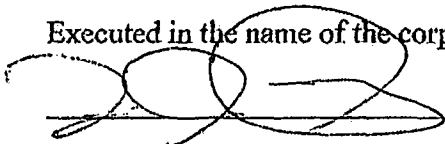
**ARTICLES OF ENTITY CONVERSION OF
BEACH SPIRITS, INC.**

The undersigned, on behalf of the corporation set forth below, pursuant to Title 13.1, Chapter 9, Article 12.2 of the Code of Virginia, states as follows:

1. The name of the corporation immediately prior to the filing of these articles of entity conversion is **Beach Spirits, Inc.** The corporation shall convert to a Virginia limited liability company and its name shall be **Beach Spirits, LLC.**
2. The plan of entity conversion, pursuant to § 13.1-722.10 of the Code of Virginia, is set forth as follows:
 - a. The full text of the articles of organization of the resulting limited liability company as they will be in effect immediately after consummation of the conversion is attached hereto. (**Attachment 1**)
 - b. Plan of Entity Conversion:
 - i. On the effective date of conversion, the ration of conversion shall be 1:1, meaning that on the effective date, owning one (1) share shall grant the holder the right to receive one (1) membership unit in the newly formed limited liability company. The corporation was authorized to issue five thousand (5,000) shares, but only issued one hundred (100) shares. The total number of issued membership units at conversion of the corporation into the new limited liability company shall number one hundred (100).
 - ii. The sole shareholder will be converted into a 100% membership interest in the resulting limited liability company.
3. The plan of entity conversion by the unanimous consent of the shareholders on August 20, 2013.

The undersigned director/officer of the company declares that the facts herein stated are true as of August 20, 2013.

Executed in the name of the corporation by:



JEREMIAH BUTLER

DATE: 8-20-13

PRESIDENT

SCC ID No. 0766090-5

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, AUGUST 30, 2013

1309010249

The State Corporation Commission has found the accompanying articles of entity conversion submitted on behalf of

Beach Spirits, Inc.

to comply with the requirements of law and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ENTITY CONVERSION

be issued and admitted to record with the articles of entity conversion and articles of organization in the Office of the Clerk of the Commission, effective August 30, 2013.

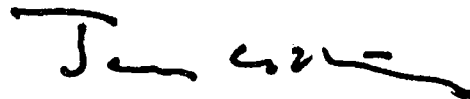
When the certificate becomes effective, Beach Spirits, Inc. is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

Beach Spirits, LLC

The limited liability company is granted the authority conferred on it by law in accordance with its articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



James C. Dimitri
Commissioner

CNVRLACT
CIS0363
13-08-22-0028

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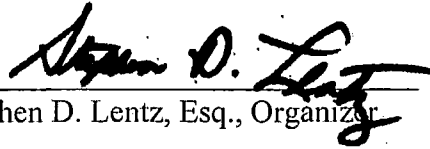
Attachment 1
Articles of Organization

ARTICLES OF ORGANIZATION OF
BEACH SPIRITS, LLC
A VIRGINIA LIMITED LIABILITY COMPANY

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

1. Name. The name of the limited liability company is: Beach Spirits, LLC
2. Registered Agent. The name of the limited liability company's initial registered agent is Stephen D. Lentz, Esq., who is an individual who is a resident of Virginia and a member of the Virginia State Bar.
3. Registered Office. The limited liability company's initial registered office address, which is the business office of the initial registered agent, is 2610 Potters Road, Suite 108, Virginia Beach, Virginia 23452. The registered office is physically located in the city of Virginia Beach, Virginia.
4. Principal Office. The limited liability company's initial principal office is located at 1102 Vintage Court, Virginia Beach, VA 23454.
5. Written Operating Agreement. Any operating agreement entered into by the members of the limited liability company, and any amendments or restatements thereof, shall be in writing, and shall govern all matters relating to the governance of the affairs of the limited liability company, the conduct of its business and the relations of its members, including without limitation the amendment of these Articles. No oral agreement among any of the members or managers of the limited liability company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the limited liability company, as amended and in existence from time to time.
6. Term of Existence. The limited liability company shall exist perpetually.
7. Limitation of Liability. Each member, manager, and officer, in consideration for his/her services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him/her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him/her by reason of his/her being or having been a member, manager or officer of the limited liability company or of any subsidiary of the limited liability company, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any member, manager or officer may be entitled as a matter of law.

The undersigned organizer does hereby execute the foregoing articles of organization this 20th day of August, 2013.



Stephen D. Lentz, Esq., Organizer