

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

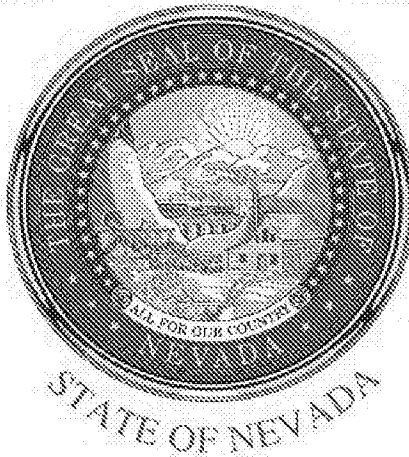
ETAS ID: TM717941

<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>
Nook Industries, Inc.		12/30/2021	Corporation: NEVADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nook Industries, LLC		
<b>Street Address:</b>	4950 East 49th Street		
<b>City:</b>	Cleveland		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44125		
<b>Entity Type:</b>	Limited Liability Company: NEVADA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1413978	ACTIONJAC	
<b>Registration Number:</b>	1478280	POWER-AC	
<b>Registration Number:</b>	2122781	POWER-TRAX	
<b>Registration Number:</b>	2124786	POWER-TRAC	
<b>Registration Number:</b>	2636396	EXCEL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2486894071		
<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>	2487860157		
<b>Email:</b>	kolakowski@reising.com		
<b>Correspondent Name:</b>	William F. Kolakowski III		
<b>Address Line 1:</b>	755 West Big Beaver Road, Suite 1850		
<b>Address Line 4:</b>	Troy, MICHIGAN 48084		
<b>NAME OF SUBMITTER:</b>	William F. Kolakowski III		
<b>SIGNATURE:</b>	/William F. Kolakowski III/		
<b>DATE SIGNED:</b>	03/31/2022		
<b>Total Attachments: 6</b>			
source=2022-12-30 Certificate of Conversion from Nook Industries, Inc. to Nook Industries, LLC#page1.tif			

CH \$140.00 1413978

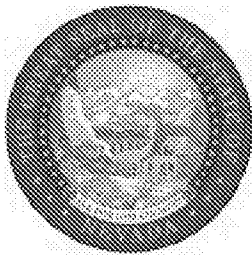
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source=2022-12-30 Certificate of Conversion from Nook Industries, Inc. to Nook Industries, LLC#page6.tif

SECRETARY OF STATE



## DOMESTIC LIMITED-LIABILITY COMPANY (86) CHARTER CONVERSION

I, BARBARA K. CEGAVSKE, the duly qualified and elected Nevada Secretary of State, do hereby certify that **Nook Industries, LLC** did, on 12/30/2021, file in this office Articles of Conversion; that said documents are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said documents meet all the provisions required by the law of the State of Nevada.



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

*Barbara K. Cegavske*

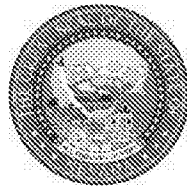
BARBARA K. CEGAVSKE  
Secretary of State

Certificate  
Number: B202112302268492  
You may verify this certificate  
online at <http://www.nvsos.gov>

STATE OF NEVADA

**BARBARA K. CEGAVSKE**

*Secretary of State*



*Commercial Recordings Division*

*202 N. Carson Street*

*Carson City, NV 89701*

*Telephone (775) 684-5708*

*Fax (775) 684-7138*

*North Las Vegas City Hall*

*2250 Las Vegas Blvd North, Suite 400*

*North Las Vegas, NV 89030*

*Telephone (702) 486-2880*

*Fax (702) 486-2888*

**KIMBERLEY PERONDI**

*Deputy Secretary for*

*Commercial Recordings*

**OFFICE OF THE  
SECRETARY OF STATE**

**Business Entity - Filing Acknowledgement**

12/30/2021

**Work Order Item Number:** W2021123000303-1808860

**Filing Number:** 20211988714

**Filing Type:** Articles of Conversion

**Filing Date/Time:** 12/30/2021 8:04:00 AM

**Filing Page(s):** 4

**Indexed Entity Information:**

**Entity ID:** E19887012021-5

**Entity Name:** Nook Industries, LLC

**Entity Status:** Active

**Expiration Date:** None

Commercial Registered Agent

C T CORPORATION SYSTEM

701 S CARSON ST STE 200, Carson City, NV 89701, USA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink that reads "Barbara K. Cegavske".

BARBARA K. CEGAVSKE

Secretary of State



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

Filed in the Office of <i>Barbara K. Cegauske</i>	Business Number E19887012021-5
Secretary of State State Of Nevada	Filing Number 20211988714
	Filed On 12/30/2021 8:04:00 AM
	Number of Pages 4

ABOVE SPACE IS FOR OFFICE USE ONLY

# Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following:  Conversion  Exchange  Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

<b>1. Entity Information:</b> (Constituent, Acquired or Merging)	Entity Name: Nook Industries, Inc. Jurisdiction: Nevada Entity Type*: Corporation <i>If more than one entity being acquired or merging please attach additional page.</i>
<b>2. Entity Information:</b> (Resulting, Acquiring or Surviving)	Entity Name: Nook Industries, LLC Jurisdiction: Nevada Entity Type*: Limited Liability Company
<b>3. Plan of Conversion, Exchange or Merger:</b> (select one box)	<input type="checkbox"/> The entire plan of conversion, exchange or merger is attached to these articles. <input checked="" type="checkbox"/> The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity. The entire plan of exchange or merger is on file at the registered office of the acquiring corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the acquiring entity (NRS 92A.200). <input type="checkbox"/> The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330. (Conversion only)
<b>4. Approval:</b> (If more than one entity being acquired or merging please attach additional approval page.)	<b>Exchange/Merger:</b> Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity) <input type="checkbox"/> A. Owner's approval was not required from the: <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <input type="checkbox"/> B. The plan was approved by the required consent of the owners of: <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <input type="checkbox"/> C. Approval of plan of exchange/merger for Nevada non-profit corporation (NRS 92A.160). Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation. <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving  Name of acquired/merging entity  Name of acquiring/surviving entity
<b>5. Effective Date and Time:</b> (Optional)	Date: _____ Time: _____ (must not be later than 90 days after the certificate is filed)

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



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# Articles of Conversion/Exchange/Merger

## NRS 92A.200 and 92A.205

This filing completes the following:  Conversion  Exchange  Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

**4. Approval Continued:**

(If more than one entity being acquired or merging please attach additional approval page.)

**Exchange/Merger:**

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
  - Acquired/merging
  - Acquiring/surviving
- B. The plan was approved by the required consent of the owners of:
  - Acquired/merging
  - Acquiring/surviving
- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):  
 Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
  - Acquired/merging
  - Acquiring/surviving

\_\_\_\_\_

Name of acquired/merging entity

\_\_\_\_\_

Name of acquiring/surviving entity

**4. Approval Continued:**

(If more than one entity being acquired or merging please attach additional approval page.)

**Exchange/Merger:**

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
  - Acquired/merging
  - Acquiring/surviving
- B. The plan was approved by the required consent of the owners of:
  - Acquired/merging
  - Acquiring/surviving
- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):  
 Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
  - Acquired/merging
  - Acquiring/surviving

\_\_\_\_\_

Name of acquired/merging entity

\_\_\_\_\_

Name of acquiring/surviving entity

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



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# Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

**6. Forwarding**

**Address for Service of Process:**

(Conversion and Mergers only, if resulting/surviving entity is foreign)

Name

Country

Care of:

Address

City

State Zip/Postal Code

**7. Amendment, if any, to the articles or certificate of the surviving entity. (NRS 92A.200):**  
 (Merger only) \*\*

\*\* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

**8. Declaration:**  
 (Exchange and Merger only)

**Exchange:**

The undersigned declares that a plan of exchange has been adopted by each constituent entity (NRS 92A.200).

**Merger: (Select one box)**

The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

**9. Signature Statement: (Required)**

**Conversion:**

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

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.

Nook Industries, Inc.

Name of constituent entity

Form will be returned if unsigned.  
 This form must be accompanied by appropriate fees.



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# Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

**9. Signature Statement**  
 Continued: (Required)

**Exchange:**  
 Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or a member if there are no Managers; A trustee of each Nevada business trust (NRS 92A.230)  
 Unless otherwise provided in the certificate of trust or governing instrument of a business trust, an exchange must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the exchange.  
 The articles of exchange must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

**Merger:**  
 Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada 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 (NRS 92A.230).  
 The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

**10. Signature(s):**  
 (Required)

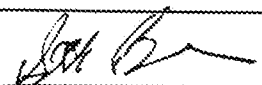
\_\_\_\_\_  
 Name of acquired/merging entity

X \_\_\_\_\_  
 Signature (Exchange/Merger) Title Date

*If more than one entity being acquired or merging please attach additional page of information and signatures.*

\_\_\_\_\_  
 Name of acquiring/surviving entity

X \_\_\_\_\_  
 Signature (Exchange/Merger) Title Date

X   
 Signature of Constituent Entity (Conversion) Title Date  
 Treasurer 12/30/2021

Please include any required or optional information in space below:  
 (attach additional page(s) if necessary)

*Form will be returned if unsigned  
 This form must be accompanied by appropriate fees.*

Page 4 of 4  
 Revised: 1/1/2019