

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM760921

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Big Duck Games LLC		04/11/2016	Limited Liability Company: WASHINGTON
RECEIVING PARTY DATA			
Name:	Big Duck Games LLC		
Street Address:	95 Merrick Way, 3rd Floor		
City:	Coral Gables		
State/Country:	FLORIDA		
Postal Code:	33134		
Entity Type:	Limited Liability Company: FLORIDA		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4301244	BIG DUCK GAMES	
Registration Number:	4320255	BIG DUCK	
Registration Number:	4320256	FLOW FREE	
Registration Number:	4356856		
Registration Number:	4396260	FLOW FREE: BRIDGES	
Registration Number:	4414889	BRIDGES	
Registration Number:	4395937	FLOW	
Registration Number:	5169157	FLOW	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	stephen@smcarthurlaw.com		
Correspondent Name:	Big Duck Games LLC		
Address Line 1:	95 Merrick Way, 3rd Floor		
Address Line 4:	Coral Gables, FLORIDA 33134		
NAME OF SUBMITTER:	Stephen McArthur		
SIGNATURE:	/Stephen McArthur/		

OP \$215.00 4301244

DATE SIGNED:	10/13/2022
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Total Attachments: 9

- source=Big Duck Games LLC - Conversion Documents WA and FL -merged#page1.tif
- source=Big Duck Games LLC - Conversion Documents WA and FL -merged#page2.tif
- source=Big Duck Games LLC - Conversion Documents WA and FL -merged#page3.tif
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COVER SHEET FOR CONVERSION OF BUSINESS ENTITY

The undersigned, under penalties of perjury, do hereby attest to the conversion and/or domestication of the specified entity by virtue of the selections and information provided below.

Converting from: (current domicile and entity type)

↓ Choose 1 domicile (required)

<input checked="" type="checkbox"/>	Domestic (Washington)
<input type="checkbox"/>	Foreign (list domicile below)

↓ Choose 1 entity type (required) Governing statute

<input type="checkbox"/>	Profit Corporation	RCW 23.8
<input checked="" type="checkbox"/>	Limited Liability Company (LLC)	RCW 25.15
<input type="checkbox"/>	Limited Partnership (LP or LLLP)	RCW 25.10
<input type="checkbox"/>	Limited Liability Partnership (LLP)	RCW 25.05
<input type="checkbox"/>	unincorporated entity	
<input type="checkbox"/>	Other: (list below)	

Converting to: (new domicile and entity type)

↓ Choose 1 domicile (required)

<input type="checkbox"/>	Domestic (Washington)
<input checked="" type="checkbox"/>	Foreign (list domicile below) Florida

↓ Choose 1 entity type (required) Governing statute

<input type="checkbox"/>	Profit Corporation	RCW 23.8
<input checked="" type="checkbox"/>	Limited Liability Company (LLC)	RCW 25.15
<input type="checkbox"/>	Limited Partnership (LP or LLLP)	RCW 25.10
<input type="checkbox"/>	Limited Liability Partnership (LLP)	RCW 25.05
<input type="checkbox"/>	unincorporated entity	
<input type="checkbox"/>	Other: (list below)	

- Current name of entity: Big Duck Games LLC
- UBI# (if available): 603166727
- Name of new entity: Big Duck Games LLC
- Date conversion is to be effective: April 11, 2016
- Street and mailing address for service of process if converted organization is foreign: _____
InCorp Services, Inc.
17888 67th Court North
City Loxahatchee State or Country FL Postal Code 33470

* Attach required documents per RCW 25.15

X <u>Michael J. Newman</u>	Mike Newman	Member	04/11/2016	7863532342
Signature	Printed Name	Title	Date	Phone Number

FILED
SECRETARY OF STATE

April 11, 2016

STATE OF WASHINGTON

04/11/16 3151768-

002

\$60.00 R

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CERTIFICATE OF LLC RESOLUTION

BIG DUCK GAMES LLC

THE UNDERSIGNED MEMBERS of Big Duck Games LLC, duly organized under the laws of Washington (the "LLC"), hereby certify that the following resolutions were duly adopted by the Members of the LLC on April 10, 2016:

RESOLVED, that the Members authorize, adopt and approve the Plan of Conversion attached to this Resolution and incorporated by reference.

RESOLVED, that this action and the Plan of Conversion may be executed in counterparts and by facsimile or electronic signatures, each of which is deemed an original and all of which together constitute one action.

IN WITNESS WHEREOF, the undersigned have executed this instrument as of this 10th day of April, 2016.

Michael J. Newman

Michael J. Newman, Member

Sharon Newman

Sharon Newman, Member

EXHIBIT A

PLAN OF CONVERSION

This Plan of Conversion (the "Plan"), dated as of April 10, 2016, is hereby authorized, adopted and approved by the Members of Big Duck Games LLC (the "Company") for purposes of converting its existence from a Washington LLC (the "Converting Entity") to a Florida LLC (the "Converted Entity") pursuant to 26 U.S.C. 368(a)(1)(F).

WHEREAS, the Converting Entity is a limited liability company formed and existing under the laws of the state of Washington;

WHEREAS, it is deemed to be in the best interest of the Company and its Members to convert the Company to a Florida entity;

NOW, THEREFORE, the Company does hereby authorize as follows:

1. **Effect of Conversion.** By this conversion, the Company will continue its existence in the form of a Florida LLC known as Big Duck Games LLC. The Operating Agreement of the Converting Entity shall be amended and restated for the Converted Entity. The Members and officers of the Converting Entity shall be the Members and officers of the Converted Entity.
2. **Tax Consequences.** This conversion is intended to qualify as a reorganization under 26 U.S.C. 368(a)(1)(F) of the Internal Revenue Code.
3. **Certificate of Conversion by Converting Entity.** The Company shall prepare and file a Certificate of Conversion with the appropriate filing office in the state of Washington.
4. **Certificate of Conversion by Converted Entity; Formation Documents.** The Company shall prepare and shall file with the Florida Secretary of State (a) Articles of Conversion and (b) Articles of Organization for the Converted Entity, along with payment of the appropriate filing fees. These organizational documents are attached to this Plan of Conversion.
5. **Conversion of Shares.** Existing Membership Interests of the Converting Entity shall be equivalent in the Converted Entity, as follows:

Michael J. Newman – 50%

Sharon Newman – 50%

6. **Community Property Status.** The Members are aware of the community property character of their interests in the Converting Entity, and (to the fullest extent of the law) have the intention to maintain that character upon conversion to the Converted Entity.
7. **Effective Date.** The conversion will become effective on the date of filing with the Secretaries of State of Washington and Florida, on or around April 11, 2016.
8. **Governing Law.** This Plan shall be governed by the laws of the State of Washington.

Big Duck Games LLC

By: Michael J. Newman

Michael J. Newman, Member

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Big Duck Games LLC
(Name of Resulting Florida Limited Company)

The enclosed Articles of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Sharon Newman
(Contact Person)

Big Duck Games LLC
(Firm/Company)

95 Merrick Way, 3rd Floor
(Address)

Coral Gables, FL 33134
(City, State and Zip Code)

sharon@bigduckgames.com
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Sharon Newman at (786) 353-2342
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

INHS11 (06/15)

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity" into a Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:
Big Duck Games LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Washington
01/01/2012 (Enter state, or if a non-U.S. entity, the name of the country)
on _____
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
Big Duck Games LLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

16 APR 12 PM 12:53

Signed this 10th day of April 20 16

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: Michael J Newman
Printed Name: Michael J Newman Title: Member

Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]

Signature: [Signature]
Printed Name: Zachary Strebeck Title: Authorized Representative

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Big Duck Games LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

95 Merrick Way, 3rd Floor
Coral Gables, FL 33134

Mailing Address:

95 Merrick Way, 3rd Floor
Coral Gables, FL 33134

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

InCorp Services, Inc.

Name

17888 67th Court North

Florida street address (P.O. Box **NOT** acceptable)

Loxahatchee

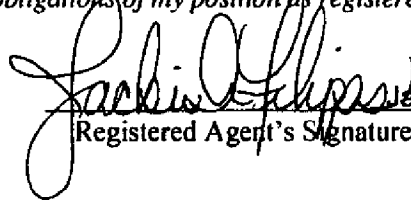
City

FL 33470

Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S..



Jackie DeFilippis on behalf of InCorp Services, Inc.
Registered Agent's Signature (REQUIRED)

(CONTINUED)

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member
"MGR" = Manager
AMBR

Name and Address:

Michael J. Newman
95 Merrick Way, 3rd Floor
Coral Gables, FL 33134

AMBR

Sharon Newman
95 Merrick Way, 3rd Floor
Coral Gables, FL 33134

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

ARTICLE VI: Other provisions, if any.

16 APR 12 PM 12:53

REQUIRED SIGNATURE:

Michael J. Newman

Signature of a member or an authorized representative of a member.

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes.
I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Michael J. Newman

Typed or printed name of signee

Filing Fees

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)