

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM783812

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vital Choice Seafood SPC		10/25/2021	Social Purpose Corporation: WASHINGTON
RECEIVING PARTY DATA			
Name:	Vital Choice Seafood LLC		
Street Address:	615 17th Street		
City:	Bellingham		
State/Country:	WASHINGTON		
Postal Code:	98225		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Serial Number:	86755779	COME HOME TO REAL FOOD	
Serial Number:	77588198	CUBECYCLE	
Serial Number:	97086296	FOR SERIOUS SEAFOODIES	
Serial Number:	90094583	MOODCARE	
Serial Number:	78464601	OM3	
Serial Number:	86273161	REDTRESCA	
Serial Number:	97086264	SERIOUS SEAFOODIES	
Serial Number:	78464550	VITAL CHOICE	
Serial Number:	78265649	VITALCHOICE	
Serial Number:	90271639	VITAL GREEN	
Serial Number:	97086291	WILD CAUGHT. NO CATCH.	
Serial Number:	77677902	VITAL CHOICES	
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>			
Phone:	516-431-1177		
Email:	office@galganoiplaw.com		
Correspondent Name:	Carolyn A. Galgano		

OP \$315.00 86755779

Address Line 1: 175 Pearl Street, Floors 1-3, Suite 223
Address Line 4: Brooklyn, NEW YORK 11201

NAME OF SUBMITTER: Carolyn A. Galgano

SIGNATURE: /Carolyn A. Galgano/

DATE SIGNED: 02/01/2023

Total Attachments: 8

source=3. Articles of Conversion#page1.tif
source=3. Articles of Conversion#page2.tif
source=3. Articles of Conversion#page3.tif
source=3. Articles of Conversion#page4.tif
source=3. Articles of Conversion#page5.tif
source=3. Articles of Conversion#page6.tif
source=3. Articles of Conversion#page7.tif
source=3. Articles of Conversion#page8.tif

UBI of Converting Entity: 602 145 964

ARTICLES OF CONVERSION

VITAL CHOICE SEAFOOD SPC

A Washington Social Purpose Corporation

Into

VITAL CHOICE SEAFOOD LLC

A Delaware Limited Liability Company

Pursuant to the applicable provisions of the Washington Business Corporation Act, and the applicable provisions of the Delaware General Corporation Law, **VITAL CHOICE SEAFOOD SPC**, a Washington social purpose corporation (the "**Converting Entity**"), hereby submits these Articles of Conversion for the purpose of converting itself into **VITAL CHOICE SEAFOOD LLC**, a Delaware limited liability company (the "**Surviving Entity**").

ARTICLES

FIRST: The name and jurisdiction of the Converting Entity is **VITAL CHOICE SEAFOOD SPC**, a Washington social purpose corporation.

SECOND: The name and jurisdiction of the Surviving Entity is **VITAL CHOICE SEAFOOD LLC**, a Delaware limited liability company.

THIRD: After the filing of these Articles of Conversion and as of October 25, 2021, the Converting Entity shall be converted into a Delaware Limited Liability Company.

FOURTH: Pursuant to the provisions of RCW 23B.09.030, all of the directors and all of the shareholders of the Converting Entity consented to the plan of conversion of the Converting Entity and the conversion was approved in a manner that complies with the Converting Entity's governing statute. The complete plan of conversion is on file at the principal place of business of the Surviving Entity.

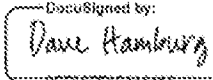
FIFTH: The agent and address where copies of process may be sent by the Washington Secretary of State is: KTC Service Corporation, a Washington corporation, whose address is 701 Fifth Avenue Suite 3300, Seattle, Washington 98104.

SIXTH: The effective date of the conversion is October 25, 2021.

[SIGNATURE PAGE FOLLOWS]

[SIGNATURE PAGE TO ARTICLES OF CONVERSION]

VITAL CHOICE SEAFOOD SPC

By:  DocuSigned by:
Name: David Hamburg
Title: President

(7) REGISTERED AGENT:

COMMERCIAL REGISTERED AGENT

A Commercial Registered Agent is a business or individual that is registered with the Office of the Secretary of State to receive legal documents on behalf of a corporation. A Commercial Registered Agent address has been registered with our office.

Is the Registered Agent a Commercial Registered Agent? (Check one) Yes No

If Yes, provide the name of the Commercial Registered Agent: _____

The Commercial Registered Agent must sign the consent to serve below.

If No, continue below

NON-COMMERCIAL REGISTERED AGENT

Please complete **ONE** type of Registered Agent below and provide the name in the selected box. Then continue to provide the required street address. Mailing address is optional.

<input type="checkbox"/> Individual: _____	Provide the first and last name of the individual serving as the Registered Agent. (Any person not registered as a Commercial Registered Agent.)
<input type="checkbox"/> Business: <u>KTC Service Corporation</u>	Provide the name of the business serving as the Registered Agent. (Any business not registered as a Commercial Registered Agent.)
<input type="checkbox"/> Office or Position: _____	Do not list a business or individual's name. Provide the office or position that serves as the Registered Agent. (Examples: President, Secretary, Treasurer, or Member)
Phone: _____	Email: _____
Registered Agent Street Address (required) (Must be a physical address; No PO Box or PMB)	Registered Agent Mailing Address (optional) <input checked="" type="checkbox"/> Check if mailing address is the same as street address
Country: <u>United States</u> State: <u>Washington</u>	Country: <u>United States</u> State: <u>Washington</u>
Address : <u>701 Fifth Avenue Suite 3300</u>	Address : _____
Zip: <u>98104</u> City: <u>Seattle</u>	Zip: _____ City: _____

CONSENT TO SERVE AS REGISTERED AGENT - REQUIRED FOR ALL TYPES

I hereby consent to serve as Registered Agent in the State of Washington for the named business. I understand it will be my responsibility to accept service of process, notices, and demands on behalf of the business; to forward mail to the business; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

<u>/s/ Nancy P.A. Williams</u>	<u>Nancy P.A. Williams Authorized Signatory</u>	<u>10.25.2021</u>
Signature of Registered Agent	Printed Name/Title	Date

(8) PRINCIPAL OFFICE: The place where the business's records are kept

Street Address

(Must be a physical address; No PO Box or PMB)

Address: 2460 Salashan Loop Road

Zip: 98248 City: Ferndale

State: WA Country: US

Mailing Address (optional)

Check if mailing address is the same as street address

Address: PO Box 4121

Zip: 98227 City:

State: WA Country:

Phone: Email:

(9) GOVERNOR(S): A business cannot serve as its own Governor

List at least one, attach additional pages if necessary

Name: Randy Hartnell Name:

Name: David Hamburg Name:

Name: Colleen Turyk Name:

(10) DATE OF FORMATION IN HOME JURISDICTION: 10.25.2021

(11) PERIOD OF DURATION IN HOME JURISDICTION: Check ONE of the following

This Company has a perpetual duration This Company has a duration of _____ years.

This Company expires on _____

(12) NATURE OF BUSINESS: Briefly describe the type of business your business conducts in Washington State

Food Services

(13) DATE BEGAN DOING BUSINESS IN WASHINGTON: Check ONE of the following:

Date of filing Specify a date _____

(14) EFFECTIVE DATE:

Date of filing Specify a date _____ (cannot be more than 90 days from received date)

(15) RETURN ADDRESS FOR THIS FILING: (Optional)

If provided, the confirmation regarding this specific filing will be sent to the address below, in addition to the Registered Agent's address.

Attention: _____ Email: _____

Address: _____

City: _____ State: _____ Zip: _____

(16) AUTHORIZED PERSON:

I hereby certify, under penalty of law, that the above information is accurate and complies with the filing requirements of state law.

<u>/s/ Nancy P.A. Williams</u>	<u>Nancy PA Williams Authorized Signatory</u>	<u>10.25.2021</u>
Signature of Authorized Person	Printed Name/Title	Date

REQUIRED: A Certificate of Existence/Good Standing or document of similar import from the home jurisdiction issued no more than 60 days before the date of submission must be attached to this filing. Failure to do so will result in the Foreign Registration Statement being returned for correction. Contact your Secretary of State or your keeper of corporate records for instructions on obtaining this document.

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VITAL CHOICE SEAFOOD LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VITAL CHOICE SEAFOOD LLC" WAS FORMED ON THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6332764 8300

SR# 20213602499

You may verify this certificate online at corp.delaware.gov/authver.shtml

Handwritten signature of Jeffrey W. Bullock, Secretary of State, in black ink over a horizontal line.

Authentication: 204499648

Date: 10-25-21

Work Order #: 2021102500623873 - 1



Office of the Secretary of State Corporations & Charities Division

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 checked="" type="checkbox"/>	Profit Corporation	RCW 23.8
<input 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)
	Delaware

⇓ 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)	

1. Current name of entity: Vital Choice Seafood SPC
2. UBI# (if available): 602 145 964
3. Name of new entity: Vital Choice Seafood LLC
4. Date conversion is to be effective: upon filing
5. Street and mailing address for service of process if converted organization is foreign: _____
KTC Service Corporation 701 Fifth Avenue Suite 3300

City Seattle State or Country WA Postal Code 98104

* Attach required documents per RCW Articles of Conversion

DocuSigned by:
 X David Hamburg
 Signature Printed Name Title Date Phone Number
 David Hamburg President 10.25.2021 3606039546