

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM800623

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Webb Business Promotions, Incorporated		01/24/2023	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	Webb Business Promotions, LLC		
Street Address:	980 Aldrin Drive		
City:	Eagan		
State/Country:	MINNESOTA		
Postal Code:	55121		
Entity Type:	Limited Liability Company: MINNESOTA		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Serial Number:	97161849	SUGARSPOT	
Serial Number:	90979220	MIXIE	
Serial Number:	90977610	MIXIE	
Serial Number:	90977609	MIXIE	
Serial Number:	90751855	MIXIE	
Serial Number:	90738605	MIXIE	
Serial Number:	88861491	HAND SPA	
Serial Number:	88344558	XPANDASTRAW	
Serial Number:	87514658	PEARL EXPRESSIONS	
Serial Number:	86053397	JOHNNY MOO	
Serial Number:	86510081	JOHNNY MOO	
Serial Number:	90979102	MIXIE	
CORRESPONDENCE DATA			
Fax Number:	8015660750		
<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:	801-566-6633		
Email:	docket@tnw.com		
Correspondent Name:	Peter M. de Jonge		

OP \$315.00 97161849

Address Line 1: 8180 South 700 East, Suite 350
Address Line 4: Sandy, UTAH 84070

NAME OF SUBMITTER: Peter M. de Jonge

SIGNATURE: /petermdejonge/

DATE SIGNED: 04/05/2023

Total Attachments: 9

source=Webb Entity Conversion#page1.tif
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Office of the Minnesota Secretary of State Certificate of Conversion

I, Steve Simon, Secretary of State of Minnesota, certify that: the documentation required to effectuate a conversion by the entity listed below from the law under which the entity was previously governed to the law under which it is governed after the issuance of this certificate, on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Name of Converting Entity:

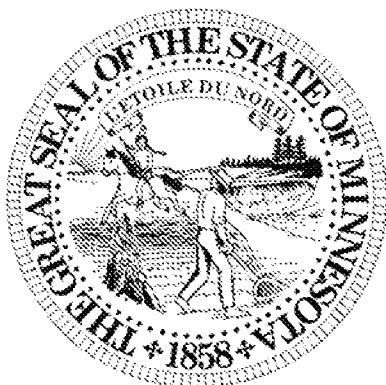
Minnesota: Webb Business Promotions, Incorporated

After Conversion, Entity is governed by Minnesota Statutes, Chapter:
322C

Home Jurisdiction and Name of Entity after the Effective Date of Conversion:

Minnesota: Webb Business Promotions, LLC

This Certificate has been issued on: 01/24/2023



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State Certificate of Organization

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

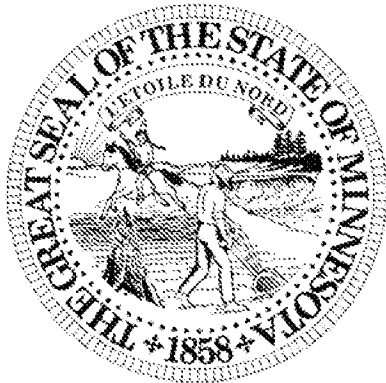
The business entity is now legally registered under the laws of Minnesota.

Name: Webb Business Promotions, LLC

File Number: 1369295800124

Minnesota Statutes, Chapter: 322C

This certificate has been issued on: 01/24/2023



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State Articles of Conversion

Minnesota Statutes, Chapter 302A



Read the instruction before completing this form. This form is intended merely as a guide for filing and is not intended to cover all situations.

Filing Fee: \$55 for expedited service in-person, \$35 if submitted by mail

The following type of organization is being converted into another organization and was approved as required by Chapter 302A.

1. Check the appropriate box for this conversion filing:

- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Domestic) under Chapter 322C.
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A to a Business Corporation (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Partnership (Domestic).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Partnership (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Partnership (Domestic).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Partnership (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Cooperative (Domestic).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Cooperative (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Cooperative Association.

2. Name of Organization before the Conversion is: (Required)

Webb Business Promotions, Incorporated

3. File Number of the Organization before the Conversion: 7Y-299

4. Home Jurisdiction of Organization before the Conversion is: (Required) Minnesota

5. Name of the Organization after the Conversion shall be: (Required)

Webb Business Promotions, LLC

6. Home Jurisdiction of Organization after the Conversion shall be: (Required) Minnesota

7. The time the Conversion is effective under the governing statute of the Converted Organization is:

The Conversion is effective upon the filing of these Articles of Conversion with the Office of the Minnesota Secretary of State.

Office of the Minnesota Secretary of State

Articles of Conversion

Minnesota Statutes, Chapter 302A



8. If the converted organization is a domestic organization, the plan of conversion was approved under Section 322C.1007. If the converted organization is a foreign organization, the conversion was approved as required by the governing statute of the converted organization.

9. The Terms and Conditions of the Proposed Conversion are:

An additional sheet may be attached for additional Terms and Conditions

See Plan of Conversion attached, which was approved under Section 322C.1007.

If no Terms and Conditions are listed, the undersigned personally certifies that there are no Terms and Conditions

10. A Converted Organization that is a foreign organization and not authorized to transact business in this state appoints the secretary of state as its agent for service of process for purposes of enforcing a debt, obligation, or other liability under this subdivision. The street address of an office that the secretary of state may use for the purposes of section 302A.691, subd. 3.

N/A

11. If the converted organization is a domestic organization, include a copy of the Articles of Incorporation or Articles of Organization. (Required)

If the converted organization is a Limited Liability Partnership or a foreign entity, a separate qualification and applicable fee is required.

12. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

A handwritten signature in cursive script, appearing to read "C. J. [unclear]".

Authorized Signature of Individual on Behalf of the Converting Company or Authorized Agent (Required)

Office of the Minnesota Secretary of State

Articles of Conversion

Minnesota Statutes, Chapter 302A



Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

chris.anderson@hpgbrands.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List the name and daytime phone number of a person who can be contacted about this form:

Evelyn Gallego, (713) 510 - 1739

Contact Name and Phone Number

Entities that own, lease or have any financial interest in agricultural land or land capable of being farmed must registered with the Minnesota Department of Agriculture's Corporate Farm Program.

PLAN OF CONVERSION

THIS PLAN OF CONVERSION (this "Plan") is adopted as of January 24, 2023, by Webb Business Promotions, Incorporated, a Minnesota corporation (the "Converting Corporation"), and constitutes a plan of conversion pursuant to the Minnesota Business Corporation Act for purposes of converting the Converting Corporation into a limited liability company to be known as Webb Business Promotions, LLC, a Minnesota limited liability company (the "Converted Entity").

WHEREAS, the shareholder and directors of the Converting Corporation have deemed it advisable and in the best interests of the Converting Corporation that it be converted into a limited liability company to better facilitate the business objectives of the Converting Corporation; and

WHEREAS, the Converting Corporation desires to adopt this Plan to facilitate and document the conversion of the Converting Corporation into the Converted Entity.

NOW, THEREFORE, in consideration of the foregoing, the Converting Corporation hereby adopts the following Plan:

1. Name and Form Prior to Conversion. The name of the Converting Corporation is Webb Business Promotions, Incorporated, a Minnesota corporation.
2. Name and Form After Conversion. The name of the Converted Entity as of the Effective Time (as defined below) shall be Webb Business Promotions, LLC, a Minnesota limited liability company.
3. Effective Time. The conversion shall become effective upon the filing of the Articles of Conversion (the "Effective Time").
4. Manner of Conversion. At the Effective Time, the Converting Corporation shall be converted into the Converted Entity (the "Conversion"). Following the Conversion, the Converting Corporation shall cease to exist as a corporation under the laws of the State of Minnesota and shall exist as a limited liability company governed by the laws of the State of Minnesota.
5. Effect of Conversion. The Conversion shall have the effects set forth in the Minnesota Revised Uniform Limited Liability Company Act. Without limiting the generality of the foregoing, as of the Effective Time, all of the properties, rights, privileges, powers and franchises of the Converting Corporation shall vest in the Converted Entity, and all debts, liabilities and duties of the Converting Corporation shall become the debts, liabilities and duties of the Converted Entity.
6. Conversion of Corporation's Stock. As of the Effective Time, all shares of stock in the Converting Corporation shall, by virtue of the Conversion and without any action on the part of the Converting Corporation or the Shareholders, be cancelled, and the shareholders shall thereafter be issued membership units in the Converted Entity in the same amounts as the shares of stock held in the Converting Corporation.
7. Articles of Conversion; Articles of Organization. The Converting Corporation shall file with the Secretary of State of the State of Minnesota Articles of Conversion and Articles of Organization, and incorporated hereby by this reference.

IN WITNESS WHEREOF, the undersigned have adopted this Plan as of the date and year first written above.

WEBB BUSINESS PROMOTIONS,
INCORPORATED, a Minnesota corporation

By: 

Name: Chris Anderson

Title: Chief Executive Officer

[Signature Page to Plan of Conversion]

TRADEMARK
REEL: 008034 FRAME: 0168

Office of the Minnesota Secretary of State
Minnesota Limited Liability Company | Articles of Organization
Minnesota Statutes, Chapter 322C



Read the instructions before completing this form.

Filing Fee: \$155 for expedited service in-person and online filings, \$135 if by mail

Note: A professional organization governed under Chapter 319B must include an attachment with the following information: (This information is only required if this is a professional organization.)

1. Statement that the Minnesota firm elects to operate and acknowledges that it is subject to *Minnesota Statutes*, Chapter 319B.01 to 319B.12.
2. List the professional service the organization is authorized to provide under *Minnesota Statutes*, Chapter 319B, subd 19.

Note: Information provided when filing a business entity is public data and may be viewable online. This includes but is not limited to all individual names and addresses.

The undersigned organizer(s), in order to form a Limited Liability Company under *Minnesota Statutes*, Chapter 322C adopt the following:

Article I – Name of Limited Liability Company (Required)

Webb Business Promotions, LLC

(The company name must include the words Limited Liability Company or the abbreviation LLC)

Article II - Registered Office Address and Agent (A Registered Office Address is Required)

1010 Dale St N	Saint Paul	MN	55117-5603
Street Address <i>(A PO Box by itself is not acceptable)</i>	City	State	Zip Code

Registered Agent at the above address is: C T Corporation System Inc.

Article III – Duration

The period of duration for this limited liability company shall be perpetual.

Article IV – Organizers (Required)

I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Chris Anderson	60 East 42nd Street, Suite 5230	New York	NY	10165-0015
Organizer's Name	Street Address	City	State	Zip

	<u>4/20/2023</u>
Signature	Date

Organizer's Name	Street Address	City	State	Zip
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Signature	Date
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Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices, including this submission: chris.anderson@hpgbrands.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

<u>Evelyn Gallego</u>	<u>(713) 510 - 1799</u>
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Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.



File Numbers

136929580010

1369295800124

7Y-299

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

1/24/2023 11:59:00 PM

A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State