

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM804647

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Oxarc, Inc.		03/31/2023	Corporation: WASHINGTON
RECEIVING PARTY DATA			
Name:	Oxarc, LLC		
Street Address:	4002 E Broadway Ave		
City:	Spokane		
State/Country:	WASHINGTON		
Postal Code:	99202-4528		
Entity Type:	Limited Liability Company: WASHINGTON		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	77070089	COLD CHEK	
Serial Number:	75245491		
Serial Number:	75238405		
Serial Number:	75238404		
Serial Number:	75238402	OXARC	
Serial Number:	75238401	OXARC	
Serial Number:	75238400	OXARC	
CORRESPONDENCE DATA			
Fax Number:	917.522.99		
<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:	2127358743		
Email:	plolas@morrisoncohen.com		
Correspondent Name:	Jacqueline A. Steinberg		
Address Line 1:	909 Third Avenue		
Address Line 2:	27th Floor		
Address Line 4:	New York, NEW YORK 10022		
NAME OF SUBMITTER:	Jacqueline A. Steinberg		
SIGNATURE:	/s/ Jacqueline A. Steinberg		
DATE SIGNED:	04/20/2023		

CH \$190.00 77070089

Total Attachments: 12

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UNITED STATES OF AMERICA

The State of  Washington

Secretary of State

I, **STEVE R. HOBBS**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF CONVERSION

From

OXARC, INC. , a/an WASHINGTON PROFIT CORPORATION

to

OXARC, LLC , a/an WASHINGTON LIMITED LIABILITY COMPANY, effective on the date indicated below.

Effective Date: 03/31/2023

UBI Number: 328 037 121



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Steve R. Hobbs, Secretary of State

Date Issued: 03/31/2023

TRADEMARK

REEL: 008059 FRAME: 0145

ARTICLES OF CONVERSION
OF
OXARC, INC.

ARTICLE 1
STATEMENT OF CONVERSION

In accordance with the requirements of RCW 23B.09.040 of the Washington Business Corporations Act (Title 23B of the Revised Code of Washington), Oxarc, Inc., a Washington corporation (the "*Company*"), hereby states that it has converted into a limited liability company organized in the State of Washington (the "*Conversion*").

ARTICLE 2
CONVERTING ORGANIZATION

The converting entity is Oxarc, Inc., a corporation governed by the laws of the State of Washington.

ARTICLE 3
CONVERTED ORGANIZATION

The converted and surviving entity is Oxarc, LLC, a limited liability company governed by the laws of the State of Washington.

ARTICLE 4
PLAN OF CONVERSION

The Plan of Conversion is attached hereto as Exhibit A and incorporated herein by reference. The Conversion and Plan of Conversion have been duly approved and adopted by the sole shareholder of the Company, and have been duly approved and adopted by the board of directors of the Company, in each case, in accordance with RCW 23B.09.030.

ARTICLE 5
EFFECTIVE TIME AND DATE

The Conversion is effective as of 11:59 pm EST on March 31, 2023 and acceptance of these Articles of Conversion and the attached Certificate of Formation by the Washington Secretary of State, pursuant to RCW 25.15.436 of the Washington Limited Liability Company Act.

ARTICLE 6
CONVERSION OF SHARES INTO INTERESTS

Upon the effectiveness of the Conversion, each share of common stock in the Company that is issued and outstanding as of the effective time of the Conversion shall be automatically converted into one (1) limited liability company interest in Oxarc, LLC, and the sole shareholder of the Company shall become the sole member of Oxarc, LLC.

[Signature page follows]

The undersigned has executed these Articles of Conversion on March 31, 2023.

OXARC, INC.

By: Jenna Fitzgerald
Name: Jenna Fitzgerald
Title: Secretary-Treasurer

[Signature Page to Articles of Conversion]

Exhibit A
Plan of Conversion

See attached

**PLAN OF CONVERSION OF
OXARC, INC.
TO
OXARC, LLC**

This Plan of Conversion for the conversion of Oxarc, Inc., a Washington corporation (the "*Company*") to Oxarc, LLC, a Washington limited liability company (the "*Conversion*") is hereby unanimously adopted and approved by each member of the board of directors (the "*Board*") of the Company and the sole shareholder of the Company (the "*Sole Shareholder*").

1. Pre-Conversion Entity: The name of the business entity prior to the Conversion is Oxarc, Inc., a Washington corporation (the "*Converting Entity*").

2. Post-Conversion Entity: The name of the business entity after the Conversion will be Oxarc, LLC, a Washington limited liability company (the "*Converted Entity*").

2. Terms of the Conversion:

(a) The Converting Entity is continuing its existence in the organizational form of the Converted Entity.

(b) At the Effective Time, each share of common stock in the Company that is issued and outstanding shall automatically be converted into one (1) limited liability company interest of the Converted Entity, and the sole shareholder of the Company shall become the sole member of the Converted Entity.

(c) At the Effective Time, all the real estate and other property (tangible and intangible), rights, privileges, powers, debts and franchises, patents, trademarks, licenses, registrations, and all other assets and causes of action of every kind and description of the Converting Entity shall be transferred to, vested in, and devolve upon the Converted Entity without further act or deed. The Converting Entity hereby agrees from time to time, as and when requested by the Converted Entity or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other actions as the Converted Entity may deem necessary or desirable in order to vest or perfect in or confirm to the Converted Entity title to and possession of any and all property, rights, privileges, immunities, powers, franchises, and interests of the Converting Entity acquired or to be acquired by reason of or as a result of the conversion, and otherwise to carry out the intent and purposes hereof, and the proper officers and directors of the Converting Entity and the member and the proper officers of the Converted Entity are fully authorized in the name of the Converting Entity or otherwise to take any and all such action.

(d) The Converted Entity will be responsible for the payment of all fees and franchise taxes of the Converting Entity and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

(e) Unless and until otherwise removed or replaced by the Converted Company, the officers of the Converting Company shall continue to be the officers of the Converted Company following the Conversion.

3. Organizational Document: Attached hereto as Exhibit A is the Certificate of Formation of the Converted Entity, which shall be effective immediately following the Conversion.

4. Duly Approved: This Plan of Conversion has been duly approved and adopted by the Board and the Sole Shareholder pursuant to RCW 23B.09.030 of the Washington Business Corporations Act (the Revised Code of Washington Title 23B).

5. Effective Time and Date: This Plan of Conversion, in accordance with the terms of the Conversion, shall be effective as of March 31, 2023 at 11:59 pm EST (the "*Effective Time*").

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Plan of Conversion on
March 31, 2023.

OXARC, INC.

By: Digitally signed by Jenna Fitzgerald
Name: Jenna Fitzgerald
Title: Secretary-Treasurer

[Signature Page to Plan of Conversion]

Exhibit A

Certificate of Formation

**CERTIFICATE OF FORMATION
OF
OXARC, LLC**

Date: March 31, 2023

Pursuant to the provisions of RCW 25.15.071, the undersigned hereby adopts the following Certificate of Formation (the "*Certificate*") for the purpose of forming a limited liability company under the Washington Limited Liability Company Act.

ARTICLE 1

The name of the limited liability company is Oxarc, LLC (the "*Company*").

ARTICLE 2

The name and geographic address of the initial registered agent of the Company is as follows: Jana L. Nelson, 4003 E Broadway Ave, Spokane, WA, 99202-4528.

ARTICLE 3

The address of the principal place of business of the Company is: 4003 E Broadway Ave, Spokane, WA, 99202-4528.

ARTICLE 4

The term of the Company will be perpetual.

ARTICLE 5

This Certificate may be amended only by the consent of the Member and only in writing pursuant to a document specifically designated as an amendment to this Certificate.

ARTICLE 6

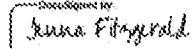
This Certificate shall be effective on March 31, 2023 at 11:59PM EST.

ARTICLE 7

The name of the person executing this Certificate is Jenna Fitzgerald (the "*Organizer*"), whose address is 4003 E Broadway Ave, Spokane, WA, 99202-4528. The Organizer signing on behalf of the Company is authorized solely to form the Company and has no other authority to act on behalf of the Company except as provided by resolution of the Member.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.



By: Jenna Fitzgerald
Title: Organizer

[Signature Page to Certificate of Formation of Oxarc, LLC]

Work Order #: 2023033100231651 - 1

CONSENT TO SERVE AS REGISTERED AGENT

Jana L. Nelson hereby consents to serve as Registered Agent in the state of Washington for Oxarc, LLC (the "**Company**"). I understand that as agent for the Company, it will be my responsibility to receive service of process in the Company's name, to forward mail to the Company, and to immediately notify the Office of the Secretary of State in the event of my resignation, or any changes in the registered office, of the Company.

Date: March 31, 2023

By: Digitally signed by: Jana Nelson
Name: Jana L. Nelson
Address: 4003 E Broadway Ave
Spokane, WA, 99202-4528



WASHINGTON
Secretary of State
Corporations & Charities Division

Corporations and Charities Division

Physical/Overnight address:

801 Capitol Way S
Olympia, WA 98501-1226

Mailing address:

PO Box 40234
Olympia, WA 98504-0234
Tel: 360.725.0377

sos.wa.gov/corps

03/31/2023

OXARC, LLC
JANA L NELSON
4003 E BROADWAY AVE
SPOKANE WA 99202-4528

UBI Number: 328 037 121
Business Name: OXARC, LLC

Greetings JANA L NELSON,

Thank you for your recent submission. This letter is to confirm that the following documents have been received and successfully filed:

CONVERSION

You can view and download your filed document(s) for no charge at our website, www.sos.wa.gov/ccfs

To file online, request certified copies and certificates, conduct searches, subscribe to corporation and/or charities and receive filing status updates, please create a user account at www.sos.wa.gov/ccfs If you already have an account created, simply sign in to access these features.

If you have questions, need assistance, or would like to provide feedback, please visit the Corporations Division website at www.sos.wa.gov/corps email corps@sos.wa.gov or call 360-725-0377.

Sincerely,
Washington Secretary of State
Corporations and Charities Division
corps@sos.wa.gov