

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM860338

<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>
TEXAS PIPE AND SUPPLY COMPANY, LTD.		06/01/2022	Limited Partnership: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	TEXAS PIPE AND SUPPLY COMPANY		
<b>Street Address:</b>	2330 Holmes Road		
<b>City:</b>	Houston		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	77051		
<b>Entity Type:</b>	Corporation: TEXAS		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4804304	T P S	
<b>Registration Number:</b>	4804306	T P S	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	7136581818		
<b>Email:</b>	courtney.graves@chamberlainlaw.com		
<b>Correspondent Name:</b>	Aly Z. Dossa		
<b>Address Line 1:</b>	Chamberlain Hrdlicka		
<b>Address Line 2:</b>	1200 Smith street, 14th floor		
<b>Address Line 4:</b>	Houston, TEXAS 77002		
<b>ATTORNEY DOCKET NUMBER:</b>	005095-000014		
<b>NAME OF SUBMITTER:</b>	Courtney Graves		
<b>SIGNATURE:</b>	/Courtney Graves/		
<b>DATE SIGNED:</b>	12/12/2023		
<b>Total Attachments: 8</b>			
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CH \$65.00 4804304

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**TRADEMARK**

**REEL: 008285 FRAME: 0091**



## Office of the Secretary of State

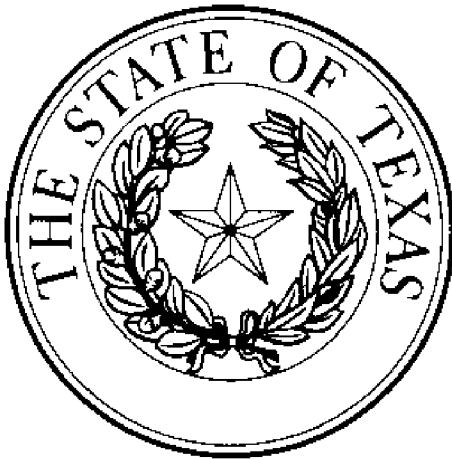
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

TEXAS PIPE AND SUPPLY COMPANY  
Filing Number: 804626513

Certificate of Conversion

June 13, 2022

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on November 22, 2023.



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson  
Secretary of State



## Certificate of Formation for the Converted Entity

If the converted entity is a Texas corporation, the certificate of formation of the Texas corporation must be attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

### Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

### Effectiveness of Filing (Select either A, B, or C.)

A.  This document becomes effective when the document is accepted and filed by the secretary of state.

B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: June 1, 2022

C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

### Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that certifies that the converting entity is in good standing for purposes of conversion.

In lieu of providing the tax certificate, the corporation as the converted entity is liable for the payment of any franchise taxes.

### Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the converting entity, to execute the filing instrument.

Date: 5/23/2022

JRR Management, L.L.C.  
General Partner

By: [Signature]  
Jerry R. Rubenstein, President and managing member

Jerry R. Rubenstein  
Printed or typed name of authorized person

MRR Management, L.L.C.  
General Partner

By: [Signature]  
Maury R. Rubenstein, President and managing member

Maury R. Rubenstein  
Printed or typed name of authorized person

**Form 201**  
**(Revised 05/11)**

Submit in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512/463-5709  
Filing Fee: \$300



This space reserved for office use.

**Certificate of Formation**  
**For-Profit Corporation**

**FILED**  
In the Office of the  
Secretary of State of Texas

**JUN 13 2022**

**Corporations Section**

**Article 1 - Entity Name and Type**

The filing entity being formed is a for-profit corporation. The name of the entity is:

**TEXAS PIPE AND SUPPLY COMPANY**

The name must contain the word "corporation," "company," "incorporated," "limited" or an abbreviation of one of these terms.

**Article 2 - Registered Agent and Registered Office**

(See instructions. Select and complete either A or B and complete C.)

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

**Corporation Service Company d/b/a CSC**

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name M.I. Last Name Suffix

C. The business address of the registered agent and the registered office address is:

211 East 7th Street, Suite 620 Austin TX 78701-3218  
Street Address City State Zip Code

**Article 3 - Directors**

(A minimum of 1 director is required.)

The number of directors constituting the initial board of directors and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

Director 1				
First Name	M.I.	Last Name	State	Suffix
Maury	R.	Rubenstein	TX	
2330 Holmes Road		Houston	TX	77051 USA
Street or Mailing Address		City	State	Zip Code Country

<b>Director 2</b>				
<b>Jerry</b>	<b>R</b>	<b>Rubenstein</b>		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
<b>2330 Holmes Road</b>	<b>Houston</b>	<b>TX</b>	<b>77051</b>	<b>USA</b>
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

<b>Director 3</b>				
<b>Keith</b>	<b>I</b>	<b>Rubenstein</b>		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
<b>2330 Holmes Road</b>	<b>Houston</b>	<b>TX</b>	<b>77051</b>	<b>USA</b>
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

**Article 4 – Authorized Shares**

(Provide the number of shares in the space below, then select option A or option B, do not select both.)

The total number of shares the corporation is authorized to issue is: 21,000,000

A. The par value of each of the authorized shares is: See Supplemental Information below

OR

B. The shares shall have no par value.

If the shares are to be divided into classes, you must set forth the designation of each class, the number of shares of each class, the par value (or statement of no par value), and the preferences, limitations, and relative rights of each class in the space provided for supplemental information on this form.

**Article 5 – Purpose**

The purpose for which the corporation is formed is for the transaction of any and all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code.

**Initial Mailing Address**

(Provide the mailing address to which state franchise tax correspondence should be sent.)

<b>2330 Holmes Road</b>	<b>Houston</b>	<b>TX</b>	<b>77051</b>	<b>USA</b>
<i>Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

**Supplemental Provisions/Information**

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

See attached addendum

### Organizer

The name and address of the organizer:

Keith Rubenstein

*Name*

2330 Holmes Road

*Street or Mailing Address*

Houston

*City*

TX

*State*

77051

*Zip Code*

### Effectiveness of Filing (Select either A, B, or C.)

- A.  This document becomes effective when the document is filed by the secretary of state.
- B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: June 1, 2022
- C.  This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

### Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: 5/23/22



*Signature of organizer*

Keith Rubenstein

*Printed or typed name of organizer*



**TEXAS PIPE AND SUPPLY COMPANY**  
**CERTIFICATE OF FORMATION**  
**SUPPLEMENTAL PROVISIONS/INFORMATION**

**ADDITIONAL INFORMATION**

Texas Pipe and Supply Company (the "Converted Entity") is being formed under a plan of conversion adopted by Texas Pipe and Supply Company, Ltd., a Texas limited partnership (the "Converting Entity"):

Texas Pipe and Supply Company, Ltd. is the Converting Entity. Texas Pipe and Supply Company is the Converted Entity.

Address of Converting Entity: 2330 Holmes Road, Houston, Texas 77051

Address of Converted Entity: 2330 Holmes Road, Houston, Texas 77051

Date of formation of Converting Entity: December 27, 2002

Prior form of organization of Converting Entity is a Texas limited partnership.

Texas is the jurisdiction of formation of the Converting Entity.

**DESCRIPTION OF AUTHORIZED SHARES OF CAPITAL STOCK OF THE CONVERTED ENTITY**

Total number of authorized shares of capital stock of the Converted Entity is 21,000,000 divided in classes as follows:

1. 5,000,000 shares of non-voting preferred stock having a par value of \$100 per share. These shares have no voting rights of any nature whatsoever but shall have preference in the event of any distributions by the Converted Entity to shareholders in connection with the winding-up and termination of the Converted Entity (hereinafter referred to as "liquidating distributions") in an amount equal to the par value of the preferred shares remaining outstanding at the time any liquidating distribution to shareholders is made by the Converted Entity. No liquidating distributions shall be made on any other class of stock until the full par value of all outstanding preferred stock has been distributed to the holders thereof. The liquidating distributions to the holders of the preferred stock shall be made pro rata to the holders of the preferred stock based on the par value of the preferred stock held by each preferred shareholder immediately before such distribution is made. Any liquidating distributions made by the Converted Entity to the preferred shareholders shall be in redemption of the preferred shares with each preferred share being redeemed in exchange for a payment from the Converted Entity equal to the par value of such share. Any other distributions (other than a liquidating distribution) made by the Converted Entity to shareholders of the Converted Entity shall be made only to the holders of the common stock described below pro rata based on the book value of each share of capital stock of the Converted Entity as of the end of the calendar month immediately preceding the month in which the distribution is made to shareholders. None of such other distributions shall be paid to the holders of the preferred stock. The book value of each share of preferred stock shall be the par value of such stock. The balance of the book value of the Converted Entity shall be allocated to the common stock, with each outstanding share of common stock receiving an equal allocation of book value. The book value of the Converted Entity shall be determined

from the balance sheet issued by the Converted Entity as of the last day of the calendar month immediately preceding the month in which the distribution to shareholders is made. In connection with the conversion of Texas Pipe and Supply Company, Ltd. to Texas Pipe and Supply Company, the shares of preferred stock shall be issued only to the limited partners in exchange for each limited partner's Class A capital account in the Converting Entity existing at the time of conversion, with each such limited partner receiving shares of preferred stock having a total par value equal to the amount of such limited partner's Class A capital account at time of conversion rounded down to the nearest whole number of shares.

2. 15,000,000 shares of non-voting Class B common stock having a par value of \$10 per share which will be issued to the limited partners of the Converting Entity. These Class B shares of common stock shall have no voting rights of any nature whatsoever. Each limited partner of the Converting Entity has a Class B capital account in the Converting Entity and shall receive 1,000,000 shares of Class B non-voting common stock in exchange for such limited partner's Class B capital account in the Converting Entity existing at the time of conversion. These shares of Class B non-voting stock are common stock and are equal to the shares of Class A voting common stock in all respects except the Class B non-voting stock shall have no voting rights of any nature whatsoever. All of the book value of the Converted Entity in excess of the par value of the preferred stock shall be allocated to the Class A common stock and the Class B common stock with each share of common stock being allocated an equal portion of such book value.
3. 1,000,000 shares of Class A voting common stock with each share having full unlimited voting rights of one vote per share and with each share having a par value of \$10 per share. These shares shall be issued to the general partners of the Converting Entity in exchange for each general partner's general partnership interest in the Converting Entity. Each general partner shall receive 133,000 shares of Class A voting common stock in exchange for such general partner's capital account in the Converting Entity existing at time of conversion. All of the book value of the Converted Entity in excess of the par value of the preferred stock shall be allocated to the Class A common stock and the Class B common stock with each share of common stock being allocated an equal portion of such book value.