

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM871301

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Loenbro, Inc.		10/26/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Loenbro, LLC		
Street Address:	1900 32nd Ave. NE		
City:	Black Eagle		
State/Country:	MONTANA		
Postal Code:	59414		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4907928	LOENBRO MOTORSPORTS	
Registration Number:	4892502	LOENBRO	
CORRESPONDENCE DATA			
Fax Number:	2142000853		
<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:	2109787404		
Email:	lori.lapidario@haynesboone.com		
Correspondent Name:	Haynes and Boone, LLP - IP Section		
Address Line 1:	2801 N. Harwood St., Suite 2300		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	70631.1		
NAME OF SUBMITTER:	Lori Lapidario		
SIGNATURE:	/Lori Lapidario/		
DATE SIGNED:	01/25/2024		
Total Attachments: 9			
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source=2018-10-26 Cert Incorpor, Cert Merger, Cert Conversion_Loenbro LLC (DE)#page2.tif			
source=2018-10-26 Cert Incorpor, Cert Merger, Cert Conversion_Loenbro LLC (DE)#page3.tif			
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "LOENBRO, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2018, AT 10:29 O`CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2018, AT 11:12 O`CLOCK A.M.

CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "LOENBRO, INC." TO "LOENBRO, LLC", FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2018, AT 12:45 O`CLOCK P.M.

CERTIFICATE OF FORMATION, FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2018, AT 12:45 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "LOENBRO, LLC".



7120173 8100H
SR# 20187344483

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

Handwritten signature of Jeffrey W. Bullock in black ink.

Jeffrey W. Bullock, Secretary of State

Authentication: 203690603

Date: 10-26-18

TRADEMARK
REEL: 008327 FRAME: 0915

Delaware

The First State

Page 2



7120173 8100H
SR# 20187344483

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



Jeffrey W. Butlock, Secretary of State

Authentication: 203690603
Date: 10-26-18

TRADEMARK
REEL: 008327 FRAME: 0916

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:29 AM 10/26/2018
FILED 10:29 AM 10/26/2018
SR 20187338861 - File Number 7120173

**CERTIFICATE OF INCORPORATION OF
LOENBRO, INC.**

The undersigned, being of full age, for the purpose of forming a corporation under and pursuant to the Delaware General Corporation Law, as amended, hereby adopts the following Certificate of Incorporation:

Article 1. Name

1.1. The name of the corporation is **Loebro, Inc.**

Article 2. Registered Office and Agent

2.1. The registered office of the corporation in the State of Delaware is 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

Article 3. Purposes

3.1. The nature of the business or purposes to be conducted or promoted by the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

Article 4. Capital Stock

4.1. The aggregate number of shares the corporation has authority to issue shall be 1,000 shares of Common Stock, \$.01 par value.

4.2. No holder of shares of the corporation of any class now or hereafter authorized has any preferential or preemptive right to subscribe for, purchase or receive any shares of the corporation of any class now or hereafter authorized, or any options or warrants for such shares, which may at any time be issued, sold or offered for sale by the corporation.

4.3. No holder of shares of the corporation of any class now or hereafter authorized shall be entitled to cumulative voting.

Article 5. Meetings and Books

5.1. Meetings of the stockholders may be held within or outside the State of Delaware, as the Bylaws may provide. Elections of directors need not be by written ballot unless and except to the extent that the Bylaws so provide. Any action required to or which may be taken at a meeting of stockholders of the corporation may be taken without a meeting if authorized by a writing signed by all of the holders of shares who would be entitled to vote upon the action at a meeting for such purpose.

5.2. The books of the corporation may be kept within or (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the corporation.

Article 6. Incorporator

6.1. The name and mailing address of the incorporator are as follows:

Jonathan C. Leach
1900 32nd Ave. NE
Black Eagle, MT 59414

Article 7. Limitation on Director Liability

7.1. To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended, a director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article 7 by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

Article 8. Indemnification

8.1. The corporation shall indemnify, to the fullest extent authorized or permitted by law as now enacted or hereafter amended, any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director, officer, employee or agent of the corporation or by reason of the fact that such person, at the request of the corporation, is or was serving any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, as a director, officer, employee or agent.

8.2. The corporation shall, to the fullest extent authorized or permitted by law as now enacted or hereafter amended, pay the expenses (including attorneys' fees) incurred by persons identified in the preceding Section 8.1 in defending such action, suit or proceeding in advance of the final disposition of the same.

8.3. The rights conferred on any person pursuant to this Article 8 shall not be exclusive of any other rights which such person may have or hereafter acquire under any statutes, Bylaw, agreement, vote of stockholders or disinterested directors, or otherwise.

8.4. The Board of Directors may authorize the purchase and maintenance of insurance for the purpose of such indemnification or other rights granted pursuant to this Article 8, against expense liability or loss, whether or not the corporation would have the power to indemnify such persons against such expense, liability or loss under the Delaware General Corporation Law, as now enacted or hereafter amended.

8.5. The indemnification and advancement of expenses provided by, or granted pursuant to, this Article 8 shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

Article 9. Bylaws

9.1. The Board of Directors is expressly authorized to make and alter Bylaws of this corporation, subject to the power of the stockholders to change or repeal such Bylaws and subject to any other limitations on such authority provided by the General Corporation Law of Delaware.

THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, does make this Certificate, hereby declaring and certifying that this is her act and deed and the facts herein stated are true, and accordingly has hereunto set his hand this 26th day of October, 2018.



Jonathan C. Leach, Incorporator of Loebro, Inc.,
a Delaware corporation

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:12 AM 10/26/2018
FILED 11:12 AM 10/26/2018
SR 20187340315 - FileNumber 7120173

**STATE OF DELAWARE
CERTIFICATE OF MERGER**

FOREIGN CORPORATION INTO DOMESTIC CORPORATION

(Section 8-252(e))

**CERTIFICATE OF MERGER
MERGING**

**LOENBRO, INC., a Montana corporation
WITH AND INTO
LOENBRO, INC., a Delaware corporation**

Pursuant to Title 8, Section 252(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

1. The names and jurisdictions of incorporation of the constituent corporations are Loenbro, Inc., a Montana corporation (the "Non-Surviving Corporation"), and Loenbro, Inc., a Delaware corporation (the "Surviving Corporation").
2. The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.
3. The name of the Surviving Corporation is Loenbro, Inc., a Delaware corporation.
4. The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.
5. The executed Agreement and Plan of Merger is on file at 1900 32nd Ave. NE, Black Eagle, MT 59414, the place of business of the Surviving Corporation.
6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of the constituent corporations.
7. The authorized stock and par value of the Non-Surviving Corporation is 2,000,000 shares, no par value, of which 1,000,000 are voting shares and 1,000,000 are non-voting shares.
8. The merger shall be effective on October 26, 2018, as of 9:00am MDT

[signature page follows]

IN WITNESS WHEREOF, said Surviving Corporation has caused this Certificate of Merger to be signed by an authorized officer, this 26th day of October, 2018:


Loebro, Inc., a Delaware corporation

By:  _____
Paul M. Leach, Chief Executive Officer

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the corporation first formed is October 26 , 2018.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Loebro, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Loebro, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 26th day of October, A.D. 2018, to be effective as of 11:00 a.m. MDT.

By: 
Authorized Person

Name: Paul M. Leach, CEO
Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:45 PM 10/26/2018
FILED 12:45 PM 10/26/2018

SR 20187343299 - FileNumber 7120173

TRADEMARK
REEL: 008327 FRAME: 0922

**CERTIFICATE OF FORMATION OF
LOENBRO, LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

Article 1.

The name of the limited liability company is Loenbro, LLC.

Article 2.

The address of the registered office of the limited liability company in Delaware is located at 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, I have executed this Certificate of Formation as of October 26, 2018.



Paul M. Leach, Authorized Person