

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TMI10478

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
INTERNATIONAL RESOURCE MANAGEMENT, INC.		12/18/2020	Corporation: OREGON
RECEIVING PARTY DATA			
Company Name:	INTERNATIONAL RESOURCE MANAGEMENT, INC.		
Street Address:	10720 NW 7th Avenue		
City:	Vancouver		
State/Country:	WASHINGTON		
Postal Code:	98685		
Entity Type:	Corporation: WASHINGTON		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5354377	WASTEXPRESS	
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:	2037727739		
Email:	ipdocketing@murthalaw.com		
Correspondent Name:	Andy I. Corea		
Address Line 1:	265 Church Street		
Address Line 4:	New Haven, CONNECTICUT 06510		
ATTORNEY DOCKET NUMBER:	007542-0010		
NAME OF SUBMITTER:	Andy Corea		
SIGNATURE:	Andy Corea		
DATE SIGNED:	02/07/2024		
Total Attachments: 11			
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FILED: JAN 4, 2021
OREGON SECRETARY OF STATE



17828781-21761592

INTERNATIONAL RESOURCE...

CNV

ARTICLES OF CONVERSION

OF

INTERNATIONAL RESOURCE MANAGEMENT, INC.

ARTICLE 1

NAME AND TYPE OF CONVERTING BUSINESS ENTITY BEFORE CONVERSION

The name and type of business entity that existed before the conversion is International Resource Management, Inc., an Oregon corporation.

ARTICLE 2

NAME AND TYPE OF BUSINESS ENTITY AFTER CONVERSION

The name and type of business entity that will exist after conversion is International Resource Management, Inc., a Washington corporation (the "Converted Entity").

ARTICLE 3

PLAN OF CONVERSION

3.1 Approval of Plan of Conversion. The Plan of Conversion was approved in accordance with the terms of ORS 60.474(1)(a).

3.2 Office Address of Converted Entity. The address of the office of the Converted Entity where the Plan of Conversion is on file is:

10720 NW 7th Avenue
Vancouver, Washington 98685

3.3 Copies of Plan of Conversion. The Converted Entity will provide any shareholder with a copy of the Plan of Conversion upon request and at no cost.

ARTICLE 4

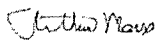
EFFECTIVE DATE AND TIME OF CONVERSION

This conversion shall become effective upon filing Articles of Conversion with the Washington Secretary of State's office.

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

Dated: 12/30/2020

INTERNATIONAL RESOURCE
MANAGEMENT, INC.,
an Oregon corporation

By: 
Arthur Marx III, CEO



Application for Authority to Transact Business - Business/Professional

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200

Check the appropriate box below:

- Foreign Business Corporation (Complete only 1, 2, 3, 4, 5, 6, 7, 8, 9, 11)
Foreign Professional Corporation (Complete all items)

REGISTRY NUMBER: For office use only

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website. For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1) NAME OF CORPORATION: INTERNATIONAL RESOURCE MANAGEMENT, INC.

NOTE: Must be identical to the name of record in home jurisdiction.

2) REGISTRY NUMBER IN HOME JURISDICTION 602-640-857

8) ADDRESS FOR MAILING NOTICES: 10720 NW 7TH AVENUE

OR: CERTIFICATE OF EXISTENCE (ATTACHED) (Please provide a web-verifiable registry number from the entity's home jurisdiction. Certain states, such as Delaware and New Jersey, do not provide status information online. Entities from such places must instead attach an official certificate of existence, current within 60 days of delivery to this office.)

VANCOUVER, WASHINGTON 98685

3) DATE OF INCORPORATION: December 31, 2020 DURATION, IF NOT PERPETUAL:

9) NAME AND ADDRESS OF PRESIDENT AND SECRETARY:

President: JEREMY KOMP

4) STATE OR COUNTRY OF ORGANIZATION: WASHINGTON

Address: 5007 NW 141ST STREET

5) ADDRESS OF PRINCIPAL OFFICE OF THE BUSINESS: (Address, city, state, zip)

VANCOUVER, WASHINGTON 98685

10720 NW 7TH AVENUE

Secretary: ARTHUR MARX III

VANCOUVER, WASHINGTON 98685

Address: 10720 NW 7TH AVENUE

6) NAME OF OREGON REGISTERED AGENT: TT ADMINISTRATIVE SERVICES, LLC

VANCOUVER, WASHINGTON 98685

PROFESSIONAL CORPORATION ONLY

7) REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS: (Must be an Oregon Street Address which is identical to the registered agent's business office.)

10) PROFESSIONAL/BUSINESS SERVICES: (List professional service(s) and other business services, if applicable, to be rendered.)

888 SW FIFTH AVE STE 1600

WASTE MANAGEMENT & REMEDIATION SERVICES,

PORTLAND, OREGON 97204

TRANSPORTATION & WAREHOUSING

11) EXECUTION: (Must be signed by at least one officer or director.)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any officers, directors, employees or agents of the corporation. This filing has been examined by me and is, to the best of my knowledge and belief true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Title:

Arthur Marx III

ARTHUR MARX III

CEO

CONTACT NAME: (To resolve questions with this filing.)

MARSHALL K. STAGG

PHONE NUMBER: (Please include area code.)

360-696-3312

Fees section containing Required Processing Fee \$275, Processing Fees are nonrefundable, and Free copies are available at sos.oregon.gov/business.

PLAN OF CONVERSION
OF
INTERNATIONAL RESOURCE MANAGEMENT, INC.

This Plan of Conversion is executed in accordance with the Oregon Business Corporation Act and the Washington Business Corporation Act, and sets forth the terms and conditions under which INTERNATIONAL RESOURCE MANAGEMENT, INC., an Oregon corporation, will be converted to INTERNATIONAL RESOURCE MANAGEMENT, INC., a Washington corporation.

1. Name and Type of Business Entity prior to Conversion. The name and type of the business entity prior to conversion (the "Pre-Conversion Entity") is:

Name	State of Organization	Type of Business Entity
International Resource Management, Inc.	Oregon	Corporation

2. Name and Type of Business Entity after Conversion. The name and type of business entity after conversion (the "Post-Conversion Entity") is:

Name	State of Organization	Type of Business Entity
International Resource Management, Inc.	Washington	Corporation

3. Effective Time. The Pre-Conversion Entity shall be converted to the Post-Conversion Entity (the "Conversion"), effective as of the filing of Articles of Conversion with the Washington Secretary of State (the "Effective Time").

4. Material Terms and Conditions of Conversion.

4.1 Directors. The board of directors of the Pre-Conversion Entity prior to the Effective Time shall be the board of directors of the Post-Conversion Entity after the Effective Time.

4.2 Officers. The officers of the Pre-Conversion Entity prior to the Effective Time shall be the officers of the Post-Conversion Entity after the Effective Time.

4.3 Organizational Documents. The organizational documents of the Post-Conversion entity are attached hereto as Exhibit A and incorporated herein by reference, and shall govern and bind the Post-Conversion Entity and the shareholders after the Effective Time.

5. Capitalization of Pre-Conversion Entity. The current authorized capital of the Pre-Conversion Entity consists of One Hundred Thousand (100,000) shares of common stock without par value, of which Ten Thousand Five Hundred (10,500) shares are issued, outstanding, and fully paid. There are no outstanding options, warrants, or other rights to purchase or receive securities of the Pre-Conversion Entity.

6. Manner and Basis of Converting Ownership Interests. As of the Effective Time, all outstanding shares of the Pre-Conversion Entity owned by the shareholders shall be converted to shares of the Post-Conversion Entity, which shares shall be owned by the shareholders in the same proportions in which the shareholders owned shares of the Pre-Conversion Entity. Any certificates representing shares of the Pre-Conversion Entity shall be endorsed for cancellation and delivered to the Post-Conversion Entity, and the Post-Conversion Entity shall issue new certificates to each shareholder, representing each shareholder's ownership of shares of the Post-Conversion Entity.

7. Effect of Conversion. At the Effective Time:

7.1 International Resource Management, Inc., continues its existence as a business entity despite the Conversion;

7.2 title to all real estate and other property owned by the Pre-Conversion Entity is vested in the Post-Conversion entity by virtue of the Conversion without reversion or impairment;

7.3 all obligations of the Pre-Conversion Entity, including, without limitation, contractual, tort, statutory, and administrative obligations, are obligations of the Post-Conversion Entity;

7.4 any action or proceeding pending against the Pre-Conversion Entity or its shareholders may be continued as if the Conversion had not occurred, or the Post-Conversion Entity may be substituted as a party to the action or proceeding; and

7.5 liability of a shareholder for obligations of International Resource Management, Inc., including, without limitation, contractual, tort, statutory and administrative obligations, shall be determined:

7.5.1 as to liabilities incurred prior to Conversion, according to the Oregon Business Corporation Act; and

7.5.2 as to liabilities incurred after Conversion, according to the Washington Business Corporation Act.

8. **Approval.** The board of directors and shareholders of the Pre-Conversion Entity have unanimously approved this Plan of Conversion in accordance with the applicable provisions of the Oregon Business Corporation Act, and the Pre-Conversion Entity's articles of incorporation and bylaws.

Dated: 12/18/2020

INTERNATIONAL RESOURCE
MANAGEMENT, INC.,
an Oregon corporation

By: Arthur Marx III
Arthur Marx III, CEO

EXHIBIT A

ORGANIZATIONAL DOCUMENTS OF POST-CONVERSION ENTITY

EXHIBIT A
5159763_2

TRADEMARK
REEL: 008339 FRAME: 0659

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL RESOURCE MANAGEMENT, INC.,
a Washington corporation**

Pursuant to the provisions of the Washington Business Corporation Act, as amended (the "Act"), the following articles of incorporation (these "Articles of Incorporation") of INTERNATIONAL RESOURCE MANAGEMENT, INC., a Washington corporation, are submitted for filing:

**ARTICLE 1
Name**

The name of the Corporation is International Resource Management, Inc. (the "Corporation").

**ARTICLE 2
Period of Duration**

The period of duration of the Corporation is perpetual.

**ARTICLE 3
Purposes and Powers**

3.1 Purposes. The Corporation is organized to conduct any lawful business permitted under the Act. The Corporation may conduct its business in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the laws of the state, territory, district, or possession of the United States, or by the foreign country.

3.2 Statutory Powers. The Corporation, subject to specific written limitations or restrictions imposed by the Act or by these Articles of Incorporation, shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs.

**ARTICLE 4
Authorized Shares**

The Corporation is authorized to issue one hundred thousand (100,000) shares of common stock with no par value.

**ARTICLE 5
Number of Directors**

The number of directors constituting the board of directors of the Corporation will be fixed in the manner specified in the Corporation's bylaws.

ARTICLE 6
No Shareholders' Preemptive Rights

The shareholders of the Corporation shall not have preemptive rights.

ARTICLE 7
Action of Shareholders

Any action of shareholders required or permitted by the Washington Business Corporation Act to be taken at a shareholders' meeting may be taken without a meeting if the action is taken by the written consent of shareholders having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all shareholders entitled to vote on the action were present and voted.

ARTICLE 8
No Cumulative Voting for Directors

Shareholders entitled to vote at any election of directors are not entitled to cumulate votes.

ARTICLE 9
Registered Office Address and Registered Agent

The street address and the mailing address of the registered office and the name of the registered agent for service of process is:

MARSHALL K. STAGG

Registered Agent Street Address:

805 Broadway Street, Suite 1000
Vancouver, Washington 98660-3343

Registered Agent Mailing Address:

P.O. Box 1086
Vancouver, Washington 98666-1086

ARTICLE 10
Liability of Directors

The personal liability of a director to the Corporation or its shareholders for monetary damages for conduct as a director is eliminated to the fullest extent permitted by law.

ARTICLE 11
Indemnification

10.1 Indemnification. The Corporation will indemnify an individual made a party to a proceeding because the individual is, or was, a director or officer against liability incurred in the proceeding to the fullest extent permitted by law.

10.2 Advance for Expenses. The Corporation will pay for or reimburse the reasonable expenses incurred by a director or officer who is a party to a proceeding in advance of final disposition of the proceeding to the fullest extent permitted by law.

ARTICLE 12
Amendments to Articles of Incorporation

The Corporation reserves the right from time to time to amend, alter, or repeal any provision in these Articles of Incorporation in any manner now or hereafter permitted by the Act or any other applicable statute.

ARTICLE 13
Incorporator

The name and address of the incorporator is:

ARTHUR MARX III
10720 NW 7th Avenue
Vancouver, Washington 98685

ARTICLE 14
Effective Date

These Articles of Incorporation shall become effective upon filing.

Dated: 12/18/2020

Arthur Marx III
ARTHUR MARX III, Incorporator

Person to contact about this filing:

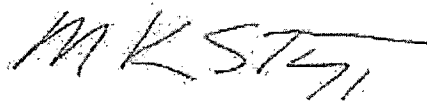
Marshall K. Stagg
(360) 696-3312

17828781

CONSENT TO APPOINTMENT AS REGISTERED AGENT

MARSHALL K. STAGG ("**Registered Agent**") consents to serve as Registered Agent in the state of Washington for INTERNATIONAL RESOURCE MANAGEMENT, INC., a Washington corporation (the "**Corporation**"). Registered Agent understands it will be Registered Agent's responsibility to accept service of process on behalf of the Corporation, to forward mail to the Corporation, and to immediately notify the office of the Washington Secretary of State if Registered Agent resigns or changes the registered office address.

Dated: 12/18/2020



MARSHALL K. STAGG, Registered Agent

Registered Agent Street Address:

805 Broadway Street, Suite 1000
Vancouver, Washington 98660-3343

Registered Agent Mailing Address:

P.O. Box 1086
Vancouver, Washington 98666-1086