

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: TMI25033

<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>
Barkley, Inc.		09/20/2023	Corporation: MISSOURI
<b>RECEIVING PARTY DATA</b>			
<b>Company Name:</b>	Barkley, LLC		
<b>Street Address:</b>	1740 Main Street		
<b>City:</b>	Kansas City		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	64108		
<b>Entity Type:</b>	Limited Liability Company: MISSOURI		
<b>PROPERTY NUMBERS Total: 12</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	97373824	WHOLE BRAND THINKING	
<b>Registration Number:</b>	3420823	BARKLEY	
<b>Registration Number:</b>	4670335	BARKLEY	
<b>Registration Number:</b>	3519878	BARKLEYREI	
<b>Registration Number:</b>	3079192	BLACKTOP CREATIVE	
<b>Registration Number:</b>	4780890	BRAND LOVE	
<b>Registration Number:</b>	5768117	KC LOVES	
<b>Registration Number:</b>	5922981	MARKETING TO GEN Z	
<b>Registration Number:</b>	4852941	MARKETING TO MILLENNIALS	
<b>Registration Number:</b>	5916069	OLD SOULS IN YOUNG BODIES	
<b>Registration Number:</b>	6349213	WIN INSIDE TO WIN OUTSIDE	
<b>Registration Number:</b>	5783577	YOUTH MINDSET	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9134510875		
<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>	(913)451-5100		
<b>Email:</b>	TMDocket@lathrogpm.com,cynthia.maust@lathrogpm.com		
<b>Correspondent Name:</b>	Amy other attorneys with Lathrop GPM Brozenic		
<b>Address Line 1:</b>	Lathrop GPM LLP		

OP \$315.00.00 97373824

**Address Line 2:** 2345 Grand Blvd, Suite 2200  
**Address Line 4:** Kansas City, MISSOURI 64108-2618

<b>ATTORNEY DOCKET NUMBER:</b>	614098
<b>NAME OF SUBMITTER:</b>	CYNTHIA MAUST
<b>SIGNATURE:</b>	CYNTHIA MAUST
<b>DATE SIGNED:</b>	02/14/2024

**Total Attachments: 3**  
source=Barkley, Inc. Conversion to Barkley, LLC#page1.tif  
source=Barkley, Inc. Conversion to Barkley, LLC#page2.tif  
source=Barkley, Inc. Conversion to Barkley, LLC#page3.tif

**LC014494735**  
**Date Filed: 9/20/2023**  
**John R. Ashcroft**  
**Missouri Secretary of State**

**STATE OF MISSOURI**  
**CERTIFICATE OF CONVERSION**

This Certificate of Conversion is submitted for filing pursuant to Section 351.409 and related provisions of the General and Business Corporation Law of Missouri (the "GBCL"). Pursuant to those provisions, the undersigned certifies the following:

1. The name of the corporation immediately prior to filing this Certificate of Conversion is Barkley, Inc. (the "Converting Entity"). The name under which the Converting Entity was originally incorporated was Six Thirty Three Building Corp.

2. The date the Converting Entity's original articles of incorporation were filed with the Missouri Secretary of State was August 25, 1971.

3. The original jurisdiction of formation of the Converting Entity is Missouri. The jurisdiction of the Converting Entity immediately prior to filing this Certificate of Conversion is Missouri.

4. The name and jurisdiction of the converted entity is Barkley, LLC, a Missouri limited liability company.

5. The conversion has been approved as required pursuant to Section 351.409 of the GBCL.

6. The Converting Entity hereby agrees that it may be served with process in the State of Missouri in any action, suit, or proceeding for enforcement of any obligation of the Converting Entity arising while it was a corporation of the State of Missouri, and hereby irrevocably appoints the Secretary of State of Missouri as its agent to accept service of process in any such action, suit, or proceeding.

7. The address to which the Missouri Secretary of State may mail a copy of the service of process is 1740 Main Street, Kansas City, MO 64108.

8. This Certificate of Conversion shall be effective on the date it is filed with the Secretary of State of Missouri.

**IN AFFIRMATION THEREOF**, the facts stated above are true and correct.

(The undersigned understands that false statements made in this filing are subject to the penalties provided under § 575.040, RSMo.)

**BARKLEY, INC.**

DocuSigned by:  
*Suzanne E. Williams*  
By: \_\_\_\_\_  
2D92A1EF8D5B4CA...  
Name: Suzanne E. Williams  
Title: Chief Operating Officer

Date: September 20, 2023.



**TRADEMARK**

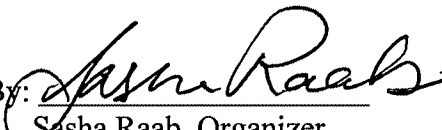
**REEL: 008344 FRAME: 0500**

**STATE OF MISSOURI  
ARTICLES OF ORGANIZATION  
OF  
BARKLEY, LLC**

The undersigned authorized person, desiring to form a limited liability company (the “**Company**”) pursuant to the Missouri Limited Liability Company Act (the “**Act**”), hereby certifies as follows:

1. The name of the limited liability company is: **Barkley, LLC**.
2. The purpose of the Company is transact any and all lawful business for which a limited liability company may be organized under the Act.
3. The name and address of the Company’s registered agent in Missouri is: Missouri Corporation #2, Inc., 1010 Walnut, Ste. 500, Kansas City, Missouri 64106.
4. The management in the Company shall be vested in its member.
5. The existence of the Company shall be perpetual.
6. The name and address of the sole organizer of the Company is Sasha Raab, 2345 Grand Blvd, Suite 2200, Kansas City, Missouri.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on the 20th day of September, 2023.

By:   
Sasha Raab, Organizer

# STATE OF MISSOURI



**John R. Ashcroft**  
**Secretary of State**

## CERTIFICATE OF CONVERSION

WHEREAS, a Certificate of Conversion of the following entity:

*Barkley, Inc. - 00149741*  
CONVERTING INTO:  
*BARKLEY, LLC - LC014494735*

Organized and existing under the laws of Missouri have been received, found to conform to Law and filed.

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, issue the Certificate of Conversion, certifying that the conversion of the aforementioned entity is effected, with

*BARKLEY, LLC - LC014494735*

As the newly formed entity, pursuant to Chapter 351.409 RSMO.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 20th day of September, 2023.

  
Secretary of State



TRADEMARK