TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

02/16/2015
900315887

ETAS ID: TM332279

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Kimberly-Clark Worldwide, Inc.		12/29/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Kimberly-Clark Worldwide, Inc.
Street Address:	2300 Winchester Road
City:	Neenah
State/Country:	WISCONSIN
Postal Code:	54956
Entity Type:	CORPORATION: WISCONSIN

PROPERTY NUMBERS Total: 386

Property Type	Number	Word Mark
Registration Number:	3088371	30-06
Registration Number:	4603109	3D CAPTURE CORE
Registration Number:	4053188	A CLEAN, FRESH TOWEL EVERY TIME
Registration Number:	1281242	ABSORB-LOC
Registration Number:	1749304	AUTO VIEW
Registration Number:	946847	BABY-SHAPED
Registration Number:	3693191	BABY-SHAPED FIT
Registration Number:	4526834	BE A BIG KID AT NIGHT
Registration Number:	4387738	BH3
Registration Number:	2223427	BIG KID
Registration Number:	1499297	BIG WINDOW
Registration Number:	2402932	BLOCK-IT
Registration Number:	4660936	BLOCK-IT
Registration Number:	887517	BOUTIQUE
Registration Number:	1248918	BRAG
Registration Number:	4129113	BREAK THE CYCLE
Registration Number:	1448481	BUNDLE PACK
Registration Number:	1026720	CASUALS
Registration Number:	2132498	CERTICLEAN

CH $9665.00 3088371

Property Type	Number	Word Mark
Registration Number:	4471762	CLEAN&FRESH
Registration Number:	4551901	CLEANCARE
Registration Number:	4657668	CLEANRIPPLE
Registration Number:	3944937	CLEANSORB
Registration Number:	3822679	CLEANWEAR
Registration Number:	4077196	CLICK
Registration Number:	2024506	COLDCARE
Registration Number:	4551903	COMFORTCARE
Registration Number:	4626232	COMFORTCARE
Registration Number:	2300700	COMFORT-DRY
Registration Number:	2482796	COMFORT-FLEX
Registration Number:	3218949	COMFORT-FLEX
Registration Number:	1395746	CONVERT-A-MATIC
Registration Number:	966501	COTTONELLE
Registration Number:	3054710	COTTONELLE
Registration Number:	2560326	COTTONELLE FRESH
Registration Number:	3804371	COTTONY-SOFT
Registration Number:	701791	CURV-O-MARK
Registration Number:	1148174	CYCLEAN
Registration Number:	1199263	DEPEND
Registration Number:	1154489	DEPEND
Registration Number:	4613986	DEPEND
Registration Number:	4613987	DEPEND
Registration Number:	4589885	DEPEND
Registration Number:	2545273	DEPEND BOOST
Registration Number:	2654872	
Registration Number:	1666599	
Registration Number:	4543561	
Registration Number:	1937565	
Registration Number:	1924891	
Registration Number:	1924873	
Registration Number:	1784186	
Registration Number:	616009	KC DESIGN
Registration Number:	3732222	
Registration Number:	2388558	
Registration Number:	2988296	
Registration Number:	3341048	
Registration Number:	4656343	

Property Type	Number	Word Mark
Registration Number:	744081	
Registration Number:	793652	
Registration Number:	789675	
Registration Number:	1455262	
Registration Number:	1968976	
Registration Number:	1204598	DRY TOUCH
Registration Number:	2792673	DRY-TOUCH
Registration Number:	2501798	DRY-TOUCH
Registration Number:	4618659	DURABLE & ABSORBENT EASY ON THE EARTH
Registration Number:	4548503	DURABLE FOR TOUGH MESSES
Registration Number:	4548501	DURABLE FOR TOUGH MESSES
Registration Number:	1713757	ESCORT
Registration Number:	4332764	EXCEPTIONAL WORKPLACES
Registration Number:	2410667	EXPRESSIONS
Registration Number:	4622395	EXTRASOFT & ABSORBENT
Registration Number:	845536	FILTERMASK
Registration Number:	4544990	FIT-FLEX
Registration Number:	4492384	FRESHCARE
Registration Number:	4551904	FRESHCARE
Registration Number:	4602245	FRESHSENSE
Registration Number:	4626323	GENTLEABSORB
Registration Number:	4551902	GENTLECARE
Registration Number:	4404529	GET WITH GENERATION KNOW
Registration Number:	2653597	GIRLSPACE
Registration Number:	1881433	GOODNITES
Registration Number:	3673662	GOPUMP
Registration Number:	1365659	GOTCHA COVERED
Registration Number:	3835802	GREEN DONE RIGHT
Registration Number:	3835801	GREEN DONE RIGHT
Registration Number:	1679795	HUGGIES
Registration Number:	1380394	HUGGIES
Registration Number:	1078967	HUGGIES
Registration Number:	4618836	HUGGIES CLUTCH 'N' CLEAN
Registration Number:	4629941	HUGGIES CLUTCH 'N' CLEAN
Registration Number:	3985556	HUGGIES EVERY LITTLE BOTTOM
Registration Number:	3056565	HUGGIES LITTLE SWIMMERS
Registration Number:	3890350	HUGGIES MOMINSPIRED
Registration Number:	2276085	HUGGIES NATURAL CARE

Property Type	Number	Word Mark
Registration Number:	1253674	HUNTSMAN
Registration Number:	1252775	HUNTSMAN
Registration Number:	1785587	HYDROKNIT
Registration Number:	4530579	HYGIENIFY!
Registration Number:	4116597	IFLEX
Registration Number:	1415833	I'M A BIG KID NOW
Registration Number:	4010380	I'M AN INSPIRED MOM!
Registration Number:	4614218	IMPRESSA
Registration Number:	3517001	INDISPENSABLE PARTNER
Registration Number:	4626196	INSIGHT
Registration Number:	1579082	IN-SIGHT
Registration Number:	2317266	INTREPID
Registration Number:	992383	JACKSON
Registration Number:	2597981	JE SUIS GRAND MAINTENANT!
Registration Number:	4625754	JUST ADD YELLOW
Registration Number:	2381046	KIMBERLY-CLARK
Registration Number:	1550856	KIMBERLY-CLARK
Registration Number:	1489203	KIMBERLY-CLARK
Registration Number:	1885939	KIMBERLY-CLARK
Registration Number:	2998274	KIMBERLY-CLARK PROFESSIONAL
Registration Number:	3018744	KIMBERLY-CLARK PROFESSIONAL
Registration Number:	3099382	KIMBERLY-CLARK PROFESSIONAL
Registration Number:	4612118	KIMBERLY-CLARK PROFESSIONAL EXCEPTIONAL
Registration Number:	2217741	KIMCARE
Registration Number:	1931765	KIMCARE
Registration Number:	1019390	KIMGUARD
Registration Number:	1896082	KIMGUARD
Registration Number:	1912407	KIMGUARD ONE-STEP
Registration Number:	4613968	KIMTECH
Registration Number:	4613967	KIMTECH
Registration Number:	2945173	KIMTECH PREP
Registration Number:	2940792	KIMTECH PREP
Registration Number:	2926933	KIMTECH PURE
Registration Number:	3428810	KIMTECH PURE
Registration Number:	3420758	KIMTECH PURE
Registration Number:	3802878	KIMTECH PURE
Registration Number:	3493680	KIMTECH SCIENCE
Registration Number:	2936929	KIMTECH SCIENCE

Property Type	Number	Word Mark
Registration Number:	3030642	KIMTECH SCIENCE
Registration Number:	3755090	KIMVENT
Registration Number:	503077	KIMWIPES
Registration Number:	408618	KLEENEX
Registration Number:	297536	KLEENEX
Registration Number:	1706685	KLEENEX
Registration Number:	809928	KLEENEX
Registration Number:	1785525	KLEENEX
Registration Number:	191941	KLEENEX
Registration Number:	2156767	KLEENEX
Registration Number:	3772055	KLEENEX
Registration Number:	3934919	KLEENEX
Registration Number:	4440935	KLEENEX
Registration Number:	4053214	KLEENEX
Registration Number:	4122984	KLEENEX COOL TOUCH
Registration Number:	2086808	KLEENEX EXPRESSIONS
Registration Number:	4615087	KLEENEX PERFECT FIT
Registration Number:	1291179	KLEENGUARD
Registration Number:	1701747	KLEENGUARD
Registration Number:	1311166	KLEENGUARD
Registration Number:	4641330	KLEENGUARD
Registration Number:	134900	KOTEX
Registration Number:	1785192	KOTEX
Registration Number:	638516	KOTEX
Registration Number:	989857	KOTEX LIGHTDAYS
Registration Number:	4122985	KOTEX NATURAL BALANCE
Registration Number:	1914838	KREW
Registration Number:	1914976	KREW
Registration Number:	1219827	LAMBA
Registration Number:	2663053	LEAK LOCK
Registration Number:	3974665	LEAK LOCK
Registration Number:	2670041	LEARNING DESIGNS
Registration Number:	989858	LIGHTDAYS
Registration Number:	1446359	LINTGUARD
Registration Number:	4338819	LITTLE MOVERS
Registration Number:	4054110	LITTLE MOVERS SLIP-ON
Registration Number:	2731808	LITTLE SWIMMERS
Registration Number:	2103852	LITTLE SWIMMERS

Property Type	Number	Word Mark
Registration Number:	4518857	MAXFIRE
Registration Number:	2422447	MICROGRIP
Registration Number:	2597982	MIRA QUE GRANDE SOY!
Registration Number:	4119682	MOD
Registration Number:	3935586	MOMINSPIRED
Registration Number:	1584478	MONOGOGGLE
Registration Number:	4519485	NATIONAL BIKE CHALLENGE
Registration Number:	3784681	NEMESIS
Registration Number:	2759827	NEXGEN
Registration Number:	3455692	NIGHT TIME
Registration Number:	3800623	NITELITE
Registration Number:	2159706	NOAH
Registration Number:	2159705	NOAH
Registration Number:	4147734	ONE & DONE
Registration Number:	4122994	ONETOUCH
Registration Number:	4219050	PERFECTTOUCH
Registration Number:	1670716	POISE
Registration Number:	416435	POISE
Registration Number:	3381512	POISE
Registration Number:	4279971	POISE
Registration Number:	4280015	POISE
Registration Number:	4637975	POISE
Registration Number:	4613915	POISE
Registration Number:	4556828	POISE GENTLECARE
Registration Number:	4218444	POISE HOURGLASS
Registration Number:	4605635	POISE MICROLINERS
Registration Number:	748925	POP-UP
Registration Number:	1706703	POP-UP
Registration Number:	1927346	POWERLOFT
Registration Number:	2150115	POWERLOFT
Registration Number:	1229747	PREMIERE
Registration Number:	1297449	PULL-UPS
Registration Number:	1381400	PULL-UPS
Registration Number:	2747037	PULL-UPS
Registration Number:	4143422	PULL-UPS
Registration Number:	4342741	PULL-UPS
Registration Number:	4515896	PULL-UPS BIGKID
Registration Number:	2883315	PULL-UPS BRAND TRAINING PANTS

Property Type	Number	Word Mark
Registration Number:	4585641	QUICKDRY
Registration Number:	4569860	QUICKDRY
Registration Number:	2990668	RAGS IN A BOX
Registration Number:	4003090	READY-WIPE
Registration Number:	4206608	REAL FIT
Registration Number:	4573132	RECOGNIZED FOR MOMSPIRATION!
Registration Number:	4080527	REDUCE TODAY RESPECT TOMORROW
Registration Number:	4077501	REDUCE TODAY, RESPECT TOMORROW
Registration Number:	2111740	REFLEX
Registration Number:	4530564	RIGHTCYCLE BY KIMBERLY-CLARK PROFESSIONA
Registration Number:	2623954	RIPPLES
Registration Number:	4626167	ROCK YOUR GAME
Registration Number:	4626168	ROCK YOUR GAME
Registration Number:	4577445	SAFEFLUSH TECHNOLOGY
Registration Number:	1197262	SANI-PREP
Registration Number:	3620401	SATINSOFT
Registration Number:	4668690	SAVE THE UNDIES
Registration Number:	669919	SCOTT
Registration Number:	942039	SCOTT
Registration Number:	1889930	SCOTT
Registration Number:	2993318	SCOTT
Registration Number:	4515958	SCOTT
Registration Number:	4548635	SCOTT
Registration Number:	4621835	SCOTT
Registration Number:	4180112	SCOTT
Registration Number:	4157935	SCOTT
Registration Number:	4265653	SCOTT
Registration Number:	3865153	SCOTT NATURALS
Registration Number:	4410246	SCOTT SHARED VALUES
Registration Number:	2152448	SCOTTFOLD
Registration Number:	607311	SCOTTIES
Registration Number:	303536	SCOTTIES
Registration Number:	1165182	SECURITY
Registration Number:	4660885	SECURITY
Registration Number:	3915039	SERIOUS ATTITUDE. SERIOUS PROTECTION.
Registration Number:	2180621	SHADOW
Registration Number:	908040	SIGNAL
Registration Number:	4206607	SILHOUETTE

Property Type	Number	Word Mark
Registration Number:	4136917	SIMPLY CLEAN
Registration Number:	4219052	SLEEK
Registration Number:	3982172	SLIMFOLD
Registration Number:	4198960	SMART SHOT
Registration Number:	4387717	SMARTIGER
Registration Number:	1967421	SNUGGEMS
Registration Number:	4618660	SOFT & STRONG EASY ON THE EARTH
Registration Number:	4622396	SOOTHING & ABSORBENT
Registration Number:	720349	SPACE-SAVER
Registration Number:	2551949	SPLASH 'N GO!
Registration Number:	1646696	SUNDOWNER
Registration Number:	4495519	SUREFIT
Registration Number:	1739892	SURETOUCH
Registration Number:	1581500	SURPASS
Registration Number:	2728865	THANK GOODNESS FOR KLEENEX TISSUE
Registration Number:	3145585	THE CREW CHIEF'S CHOICE
Registration Number:	4446209	THE DIRT ON SHOP TOWELS
Registration Number:	4208744	THE HEALTHY WORKPLACE PROJECT
Registration Number:	4599007	THERE'S NOTHING LIKE A HUG
Registration Number:	4622394	THICK & ABSORBENT
Registration Number:	3850587	THIN-FLEX
Registration Number:	2114767	TRADITION
Registration Number:	1438878	TRIANGLE
Registration Number:	4540161	TRI-LOC
Registration Number:	3562211	TRU-FIT
Registration Number:	4472349	TRUIST
Registration Number:	4660912	TRUSTED PROTECTION
Registration Number:	4037514	TWEEN ATTITUDE. SERIOUS PROTECTION.
Registration Number:	4501850	U
Registration Number:	3832437	U BY KOTEX
Registration Number:	4279956	U BY KOTEX
Registration Number:	3835809	U BY KOTEX ALLNIGHTER
Registration Number:	3822734	U BY KOTEX BARELY THERE
Registration Number:	3835758	U BY KOTEX CLICK
Registration Number:	3835808	U BY KOTEX CURVES
Registration Number:	4501465	U BY KOTEX EXTRA
Registration Number:	4452048	U BY KOTEX REFRESH
Registration Number:	4040815	U BY KOTEX TWEEN

Property Type	Number	Word Mark
Registration Number:	4598088	VANTAGE
Registration Number:	4503086	V-FLEX
Registration Number:	2070642	VIEWMASTER
Registration Number:	842460	VIVA
Registration Number:	4465931	VIVA
Registration Number:	4652962	VIVA ON-THE-GO
Registration Number:	4503085	VIVA VANTAGE
Registration Number:	1594043	VOLTEC
Registration Number:	4668689	WE GOT U
Registration Number:	2129522	WESTERN OUTLAW
Registration Number:	2221163	WET SCRUB STRENGTH
Registration Number:	1803775	WETTASK
Registration Number:	1801567	WETTASK
Registration Number:	4470979	WORTH THE WORK PASS IT ON
Registration Number:	1764228	WRAP-A-ROUND
Registration Number:	1212440	WYPALL
Registration Number:	2413153	WYPALL
Serial Number:	85974434	ACTIVE FIT
Serial Number:	86357283	AIRMAX
Serial Number:	86220255	AIRWEIGHT
Serial Number:	86369046	
Serial Number:	86223222	ASPIRE
Serial Number:	85795331	AVEHO
Serial Number:	85795360	AVEHO
Serial Number:	86363967	BALDER
Serial Number:	86360971	BEYOND FORESTS
Serial Number:	85556244	BODYFLEX
Serial Number:	86121896	CLEANCARE
Serial Number:	86173283	CLEANRIPPLE
Serial Number:	86140284	CLEANWAVE
Serial Number:	86140281	CLEANWAVE
Serial Number:	86213116	COMMUNITY IMMUNITY
Serial Number:	86358946	COOL & LEARN
Serial Number:	86287204	COOL ALERT
Serial Number:	86389053	COOL TOUCH
Serial Number:	78411166	DELSEY
Serial Number:	85921126	HUGGIES
Serial Number:	85920202	HUGGIES

Property Type	Number	Word Mark
Serial Number:	86080938	
Serial Number:	86473600	KLEENEX
Serial Number:	86282010	KLEENEX
Serial Number:	86357487	KLEENEX
Serial Number:	86363684	KLEENEX
Serial Number:	86373247	KLEENEX
Serial Number:	85962992	DIZZOLV
Serial Number:	86420150	DOSEDISC
Serial Number:	86420153	DOSEDISC
Serial Number:	86179349	DROP YOUR PANTS
Serial Number:	86223976	DURAMESH
Serial Number:	86350284	GOODFEEL
Serial Number:	86369044	
Serial Number:	86450633	GOODNITES
Serial Number:	86450645	GOODNITES TRU-FIT
Serial Number:	86358952	HELPING HANDLES
Serial Number:	86121823	HIP
Serial Number:	86121818	HIP HEROES IN PREVENTION
Serial Number:	85965055	ICOMBAT
Serial Number:	85965014	ICOMBAT
Serial Number:	85965059	ICOMBAT
Serial Number:	85965062	ICOMBAT
Serial Number:	86310959	KIMBERLY-CLARK PROFLECTION ILLUMINATION
Serial Number:	86196464	KIMCYCLE
Serial Number:	86359255	KIMTECH
Serial Number:	85959858	KLEENEX
Serial Number:	86461084	KLEENEX FRESH ON THE GO
Serial Number:	86291900	KLEENEX ON THE GO
Serial Number:	86359246	KLEENEX VIVA
Serial Number:	86359789	KLEENEX VIVA
Serial Number:	86362461	KLEENEX VIVA
Serial Number:	86363691	KLEENEX VIVA
Serial Number:	86167484	KLEENPROTECT
Serial Number:	86450665	ONVATION
Serial Number:	86226141	PROFLECTION
Serial Number:	86102086	PURESIGHT
Serial Number:	86223974	RINSE & REUSE ULTRACLOTHS
Serial Number:	86123986	SCOTT

Property Type	Number	Word Mark
Serial Number:	86403589	SCOTTIES
Serial Number:	86420148	SOFUSA
Serial Number:	86420149	SOFUSA
Serial Number:	86376762	STYLE N'GO
Serial Number:	86376767	STYLE N'STORE
Serial Number:	86481985	STYLISH ORGANIZATION. EVERYDAY COMFORT.
Serial Number:	86481997	STYLISH ORGANIZATION. POWERFUL PROTECTIO
Serial Number:	86437364	THE HEART OF HOSPITALITY BECAUSE IT STAR
Serial Number:	86162214	THERE'S NOTHING LIKE A HUG
Serial Number:	86357288	THIN-SHAPE
Serial Number:	86461270	TOILETS CHANGE LIVES
Serial Number:	86461276	TOILETS CHANGE LIVES
Serial Number:	86461284	TOILETS CHANGE LIVES
Serial Number:	86420154	TREATMENT BUTTON
Serial Number:	86420155	TREATMENT BUTTON
Serial Number:	86450651	TRU-FIT
Serial Number:	86419079	TRUIST THE TRUTH IS BEAUTIFUL
Serial Number:	86419092	TRUIST THE TRUTH IS BEAUTIFUL
Serial Number:	86392174	TRUSTED PROTECTION
Serial Number:	85666583	U BY KOTEX AIR
Serial Number:	86179343	UNDERWARENESS
Serial Number:	85967598	UNITRAX
Serial Number:	86369039	
Serial Number:	86415613	WILSON
Serial Number:	86434137	XPRESS DRI

CORRESPONDENCE DATA

Fax Number: 9207214808

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.

Phone: 920-721-3975

Email: trademarks.legal@kcc.com

Correspondent Name: Kimberly-Clark Worldwide, Inc.

Address Line 1: 2300 Winchester Road

Address Line 4: Neenah, WISCONSIN 54956

ATTORNEY DOCKET NUMBER:	TM CONVEYANCE
NAME OF SUBMITTER:	Aimee A. Zaleski
SIGNATURE:	/AAZ/
DATE SIGNED:	02/16/2015

Total Attachments: 13
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CERTIFICATION OF ASSISTANT SECRETARY

OF

KIMBERLY-CLARK WORLDWIDE, INC.

I, Michael J. Bendel, HEREBY CERTIFY that I am a duly elected, qualified and acting Assistant Secretary of Kimberly-Clark Worldwide, Inc., a Wisconsin company.

I HEREBY FURTHER CERTIFY that the attached copy of the Certificate of Conversion for Kimberly-Clark Worldwide, Inc. is a true and accurate copy of the original, electronically generated document dated December 29, 2014.

Signed on February 16, 2015.

KIMBERLY-CLARK WORLDWIDE, INC.

Michael J. Bendel
Assistant Secretary

STATE OF: WISCONSIN

COUNTY OF: WINNEBAGO

Signed before me this 16th day of February, 2015.

MARY J. FRANK
NOTARY
PUBLIC
STATE OF WISCONSIN

Notary Public
My commission expires June 12, 2017

DO NOT STAPLE

Sec. 179.76(3) & (5), 180.1161(2) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

CERTIFICATE OF CONVERSION

STATE OF WISCONSIN
FILED
DEC 29 2014
DEPARTMENT OF FINANCIAL INSTITUTIONS

1. Before conversion:

Company Name: Kimberly-Clark Worldwide, Inc.

Indicate (X) Entity Type		Organized under the laws of
	☐ Limited Partnership (Ch. 179, Wis. Stats.) ☒ Business Corporation (Ch. 180, Wis. Stats.) ☐ Nonstock Corporation (Ch. 181, Wis. Stats.) ☐ Limited Liability Company (Ch. 183, Wis. Stats.)	DE (state or country *)

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

☐ Yes ☒ No

IMPORTANT – If you answer yes, the entity is required to file a report with the Wisconsin Dept. of Revenue under sec. 73.14 of the Wis. Stats. within 60 days after the effective date of the conversion. NOTE: Sec. 73.14(2)(a) provides a penalty of $200 for each day that the report is late, not to exceed $7,500. You may access the form at: http://ww2.revenue.wi.gov/internet/merger.html

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

3. After conversion:

Company Name: Kimberly-Clark Worldwide, Inc.

E1FEM

Indicate (X) Entity Type		Organized under the laws of
	☐ Limited Partnership (Ch. 179, Wis. Stats.) ☒ Business Corporation (Ch. 180, Wis. Stats.) ☐ Nonstock Corporation (Ch. 181, Wis. Stats.) ☐ Limited Liability Company (Ch. 183, Wis. Stats.)	WI (state or country)

FILING FEE - $150.00 Use of this form is mandatory.

DFI/CORP/1000(R02/14)

4. A Plan of Conversion containing all the following parts is attached as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
C. The terms and conditions of the conversion.
D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
F. A copy of the articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. (NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is optional.)
G. Other provisions relating to the conversion, as determined by the business entity.

5. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION:**

Registered Agent (Agent for Service of Process): The Corporation Trust Company	Registered Office: Corporation Trust Center, 1209 Orange Street Wilmington, DE 19801
Additional Entry for a Limited Partnership only →	Record Office:

7. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION:**

Registered Agent (Agent for Service of Process): C T Corporation System	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 8020 Excelsior Drive, Suite 200 Madison, WI 53717
Additional Entry for a Limited Partnership only →	Record Office:

TRADEMARK
REEL: 005464 FRAME: 0130

8. Executed on 12/19/2014 (date) by the business entity PRIOR TO ITS CONVERSION.

Mark (X) below the title of the person executing the document.

For a limited partnership
Title: ☐ General Partner

For a limited liability company
Title: ☐ Member OR ☐ Manager

(Signature)

Jeffrey P. Melucci
(Printed Name)

For a corporation
Title: ☐ President OR ☐ Secretary
or other officer title
Vice President and Secretary

INSTRUCTIONS (Ref. Sec. 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Submit one original along with the required filing fee of $150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.

Mailing Address:	Physical Address for Express Mail:	
Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	Department of Financial Institutions Division of Corporate & Consumer Services 201 W. Washington Ave – Suite 300 Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 711

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

3. Enter the company name, type of business entity, and state of organization of business entity after conversion.

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EXHIBIT A

PLAN OF CONVERSION
CONVERTING
KIMBERLY-CLARK WORLDWIDE, INC.,
a Delaware corporation
INTO
KIMBERLY-CLARK WORLDWIDE, INC.,
a Wisconsin corporation

1. Name and State of Formation before Conversion. The name of the company is Kimberly-Clark Worldwide, Inc. ("the "Company") and it is a corporation governed by and incorporated in accordance with the laws of the State of Delaware.

2. Name and State of Formation after Conversion. The Company shall continue its existence as a corporation to be known as Kimberly-Clark Worldwide, Inc., and it shall convert its state of incorporation to be governed by and organized in accordance with the laws of the State of Wisconsin.

3. Conversion.

(a.) The Company shall convert into Kimberly-Clark Worldwide, Inc., a Wisconsin corporation ("K-C Worldwide") and shall exist by virtue and in accordance with the laws of the State of Wisconsin (the "Conversion").

(b.) From and after the Effective Date (as defined below), the existence, purpose, powers, franchises, rights and immunities of the Company shall continue unaffected and unimpaired by the Conversion and it shall continue its existence as K-C Worldwide, a corporation governed by and organized in accordance with the laws of the State of Wisconsin. Upon the Effective Date, the Company shall cease to exist as a corporation in accordance with the laws of the State of Delaware.

(c.) The Company shall not be required to wind up its affairs, or pay its liabilities and distribute its assets, as a result of the Conversion and the Conversion shall not constitute a dissolution of the Company, but shall constitute a continuation of the existence of the Company in the form of K-C Worldwide.

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4. Manner of Converting Shares. On the Effective Date, as a result of the Conversion, each issued and outstanding share of common stock of the Company shall be exchanged for an identical number of shares of common stock of K-C Worldwide.

5. Effective Date. The Conversion shall become effective on January 1, 2015 (the "Effective Date").

6. Articles of Incorporation. The Articles of Incorporation of K-C Worldwide are attached as Exhibit B to the Certificate of Conversion.

7. Directors. On the Effective Date, the Company's directors immediately prior to the Effective Date shall become the directors of K-C Worldwide.

8. Officers. On the Effective Date, the Company's officers immediately prior to the Effective Date shall become the officers of K-C Worldwide in the capacities they respectively served while with the Company.

9. Approval of Plan. Upon approval and adoption by the Company's Board of Directors and sole shareholder of this Plan of Conversion and any other documents, instruments and agreements required, necessary or appropriate to effectuate the Conversion, a Certificate of Conversion shall be executed, filed and recorded in accordance with the Wisconsin Business Corporation Law and a Certificate of Conversion shall be executed, filed and recorded in accordance with the General Corporation Law of the State of Delaware (collectively, the "Certificate of Conversion") upon such date as determined by any officer of the Corporation.

10. Abandonment of Plan. Notwithstanding anything contained herein to the contrary, this Plan of Conversion may be terminated and abandoned by the Board of Directors of the Company at any time prior to the filing of the Certificates of Conversion if the Board of Directors of the Company should decide that it would not be in the best interests of the Company to effectuate such Conversion.

EXHIBIT B

ARTICLES OF INCORPORATION
OF
KIMBERLY-CLARK WORLDWIDE, INC.

ARTICLE I

The name of the corporation is Kimberly-Clark Worldwide, Inc.

ARTICLE II

The period of existence of the corporation shall be perpetual.

ARTICLE III

The corporation is authorized to engage in any lawful activity for which corporations may be organized under Chapter 180 of the Wisconsin Statutes.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is One Thousand One Hundred (1,100) shares of stock consisting of One Thousand (1,000) shares of common stock, without par value (the "Common Stock") and One Hundred (100) shares of preferred stock, without par value (the "Series A Preferred Stock").

The respective preferences, limitations, designations and relative rights of the classes of stock which the Corporation is authorized to issue are as follows:

A. Series A Preferred Stock.

The rights, preferences, privileges and restrictions granted to and imposed on the Series A Preferred Stock are as set forth below in this Article IV(A).:

(1) Dividend Provisions. The holders of shares of Series A Preferred Stock shall be entitled to receive cumulative cash dividends, out of any assets legally available therefor at the rate of 8.0% per annum of the Liquidation Preference (as defined herein) plus accumulated and unpaid dividends thereon from and including the date of issuance to and including the date of any liquidation, dissolution or winding up of the Corporation. Such dividends will accrue whether or not they have been declared and whether or not there are profits, surplus or other funds of the Corporation legally available for the payment of dividends. To the extent not paid on March 30, June 30, September 30 and December 30 of each year (the "Dividend Reference Dates"), all dividends which have accrued on each share of Series A Preferred Stock outstanding during any three-month period (or shorter period in the case of the initial Dividend Reference Date) shall be accumulated and shall remain accumulated dividends with respect to each such share of Series A Preferred Stock until paid. If at any time the Corporation pays less than the total

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amount of dividends then accrued with respect to the Series A Preferred Stock, such payment will be distributed ratably among the holders of the Series A Preferred Stock on the basis of the number of shares of Series A Preferred Stock owned by each such holder. The Corporation may not pay any dividend on shares of Common Stock if at the time of such payment there shall be any accumulated and unpaid dividends on the shares of Series A Preferred Stock. The holders of shares of Series A Preferred Stock shall not be entitled to receive any dividends declared or paid on shares of Common Stock.

(2) Liquidation Preference.

(a) In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, the holders of the Series A Preferred Stock shall be entitled to receive for each outstanding share of Series A Preferred Stock, prior and in preference to any distribution of any of the assets of the Corporation to the holders of the Common Stock by reason of their ownership thereof, an amount equal to (i) one hundred eighty-nine thousand and five hundred ninety-five and 74/100 dollars ($189,595.74) (the "Liquidation Preference"), *plus* (ii) all accrued and unpaid dividends on such Series A Preferred Stock (as adjusted for any stock dividends, combinations, splits, recapitalizations and the like with respect to such shares) for each share of Series A Preferred Stock held by them. If upon the occurrence of such event, the assets and funds thus distributed among the holders of the Series A Preferred Stock shall be insufficient to permit the payment to such holders of the full aforesaid preferential amount, then the entire assets and funds of the Corporation legally available for distribution shall be distributed ratably among the holders of the Series A Preferred Stock in proportion to the amount of such stock owned by each such holder.

(b) Upon the completion of the distribution required by subparagraph (a) of this Section 2, the remaining assets of the Corporation available for distribution to stockholders shall be distributed among the holders of the Common Stock pro rata in proportion to the number of shares of Common Stock held by each such holder.

(c) (i) For purposes of this Section 2, a liquidation, dissolution or winding up of the Corporation shall be deemed to be occasioned by, and to include, without limitation, a sale of all or substantially all of the assets of the Corporation.

(ii) In any of such events, if the consideration received by the Corporation is other than cash, its value will be deemed its fair market value. Any securities received as consideration shall be valued as follows:

(A) Securities not subject to investment letter or other similar restrictions on free marketability shall be valued as follows: (1) if traded on a securities exchange or through the Nasdaq National Market, the value shall be deemed to be the average of

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the closing prices of the securities on such exchange over the thirty (30) day period ending three (3) days prior to the closing; (2) if actively traded over-the-counter, the value shall be deemed to be the average of the closing bid of sale prices (whichever is applicable) over the thirty (30) day period ending three (3) days prior to the closing; and (3) if there is not active public market, the value shall be the fair market value thereof, as determined in good faith by the Board of Directors of the Corporation.

(B) Securities subject to investment letter or other restrictions on free marketability (other than restrictions arising solely by virtue of a stockholder's status as an affiliate or former affiliate) shall be valued in such a manner as to make an appropriate discount from the market value determined as above in (A)(1), (2) or (3) to reflect the approximate fair market value thereof, as determined in good faith by the Board of Directors of the Corporation.

(iii) In the event the requirements of this subsection 2(c) are not complied with, the Corporation shall either:

(A) cause such closing to be postponed until such time as the requirements of Section 2 have been complied with; or

(B) cancel such transaction, in which event the rights, preferences and privileges of holders of the Series A Preferred Stock shall revert to and be same as such rights, preferences and privileges existing immediately prior to the date of the first notices referred to in subsection 2(c)(v) hereof.

(iv) The Corporation shall give each holder of record of the Series A Preferred Stock written notice of such impending transaction no later than ten (10) days prior to the stockholder meeting called to approve such transaction, or ten (10) days prior to the closing of such transaction whichever notice date is earlier. The provisions of this subsection (2)(c)(iv) may be waived upon the written consent of the holders of at least a majority of the then outstanding shares of Preferred Stock.

(3) Voting Rights. Except as may be provided by applicable law, the holders of the Series A Preferred Stock shall have no voting rights.

B. Common Stock.

(1) Dividend Rights. The holders of shares of Common Stock shall be entitled to dividends, when and as declared by the Board of Directors, as the same may be permitted by law.

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(2) Liquidation Preference. The holders of shares of Common Stock shall be entitled to receive, in proportion to the number of shares of common stock held, the net assets of the Corporation upon dissolution after any preferential amounts required to be paid or distributed to holders of outstanding shares of Preferred Stock, if any, are paid or distributed.

(3) Voting Rights. Except as may be provided by applicable law, each share of Common Stock shall entitle the holder thereof to one (1) vote on each mater submitted to a vote of the stockholders.

ARTICLE V

The registered office of the corporation is located at 8020 Excelsior Drive, Suite 200, Madison, Wisconsin 53717 and the name of its registered agent at such address is C T Corporation System.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be as provided in the By-Laws of the corporation. The number of directors of the corporation may be changed from time to time by the directors then in office, but in no case shall be less than one (1).

ARTICLE VII

Informal Action by Shareholders. Any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if one or more written consents, setting forth the action so taken, are signed by shareholders who would be entitled to vote with respect to the subject matter thereof with voting power to cast the number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote are present and voted; and are delivered to the Corporation for inclusion in the minute book.

This instrument was drafted by:

Travis Laird
Godfrey & Kahn, S.C.
780 North Water Street
Milwaukee, Wisconsin 53202

11194358.2

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KIMBERLY-CLARK WORLDWIDE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KIMBERLY-CLARK WORLDWIDE, INC." WAS INCORPORATED ON THE EIGHTH DAY OF OCTOBER, A.D. 1996.

2660161 8300

141580821

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

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 1986425

DATE: 12-23-14

Fee simple ownership interest ☐ Yes ☐ No (for DFI use only)
CERTIFICATE OF CONVERSION

Brenda Lindsay, Paralegal
Godfrey & Kahn, S.C.
780 North Water Street
Milwaukee, WI 53202

▲ Enter your return address within the bracket above.

Phone number during the day: (414) 273 - 3500

INSTRUCTIONS (Cont'd)

4. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is optional.

5. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.

6. Provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership, also provide the address of its record office.

7. Provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership, also provide the address of its record office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.

8. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.

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For Office

State of Wisconsin

Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 180

KIMBERLY-CLARK WORLDWIDE, INC.

Received Date: 12/26/2014 Filed Date: 12/29/2014

Filing Fee: $150.00

Expedited Fee: $25.00 Entity ID#: K026479

Total Fee: $175.00

Converts a licensed foreign Corp (Chap 180) into a WI domestic Corp (Chap 180)

EFFECTIVE DATE: JANUARY 1, 2015

FSOI: NO

DATE OF INCORPORATION FOR WI CORP: OCTOBER 8, 1996