

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM312283

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Masthead Industries, Inc.		06/25/2014	CORPORATION: FLORIDA

## RECEIVING PARTY DATA

<b>Name:</b>	Masthead Industries, LLC
<b>Street Address:</b>	50 Industrial Loop North
<b>City:</b>	Orange Park
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	32073
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

## PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2945147	FLEXTRAL
Registration Number:	2950127	FLEXTRAL
Registration Number:	3479971	HAMMERHEAD
Registration Number:	3127532	HOSE POWER
Registration Number:	3114837	HOSE POWER
Registration Number:	3547626	PROSHIELD
Registration Number:	2052408	THE HOSE BOSS

## CORRESPONDENCE DATA

Fax Number: 6022295690

*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: 602-229-5228

Email: nancy.oehler@quarles.com

Correspondent Name: Heather L. Buchta

Address Line 1: Two North Central Avenue

Address Line 2: One Renaissance Square

Address Line 4: Phoenix, ARIZONA 85004-2391

<b>ATTORNEY DOCKET NUMBER:</b>	153757.00002
<b>NAME OF SUBMITTER:</b>	Nancy Oehler

TRADEMARK

<b>SIGNATURE:</b>	/nancy oehler/
<b>DATE SIGNED:</b>	07/29/2014
<b>Total Attachments: 8</b> source=Entity Conversion (Masthead)#page1.tif source=Entity Conversion (Masthead)#page2.tif source=Entity Conversion (Masthead)#page3.tif source=Entity Conversion (Masthead)#page4.tif source=Entity Conversion (Masthead)#page5.tif source=Entity Conversion (Masthead)#page6.tif source=Entity Conversion (Masthead)#page7.tif source=Entity Conversion (Masthead)#page8.tif	



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 26, 2014

CORPORATE ACCESS INC  
WALK IN  
TALLAHASSEE, FL

Re: Document Number S14780

The Certificate of Conversion was filed on June 25, 2014 converting MASTHEAD INDUSTRIES, LLC, a Florida corporation, into MASTHEAD INDUSTRIES, LLC a non-qualified Delaware corporation.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6051, the Registration Filing Section.

Rebekah White  
Regulatory Specialist II  
Division of Corporations

Letter Number: 114A00013890

[www.sunbiz.org](http://www.sunbiz.org)

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**TRADEMARK**  
**REEL: 005332 FRAME: 0371**

Certificate of Conversion  
For  
Florida Profit Corporation  
Into  
"Other Business Entity"

This Certificate of Conversion is submitted to convert the following **Florida Profit Corporation** into an **"Other Business Entity"** in accordance with s. 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is:

Masthead Industries, Inc.

Enter Name of Florida Profit Corporation

2. The name of the "Other Business Entity" is:

Masthead Industries, LLC

Enter Name of "Other Business Entity"

3. The "Other Business Entity" is a limited liability company  
(Enter entity type. Example: limited liability company, limited partnership,  
general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

4. The above referenced Florida Profit Corporation has converted into an "Other Business Entity" in compliance with Chapter 607, F.S., and the conversion complies with the applicable laws governing the "Other Business Entity."

5. The plan of conversion was approved by the converting Florida Profit Corporation in accordance with Chapter 607, F.S.

6. If applicable, the written consent of each shareholder who, as a result of the conversion, is now a general partner of the surviving entity was obtained pursuant to s. 607.1112(6), F.S.

7. This conversion was effective under the laws governing the "Other Business Entity"

on: JUNE 25, 2014

8. This conversion shall be effective in Florida on: JUNE 25, 2014  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")

9. The "Other Business Entity's" principal office address, if any:

50 Industrial Loop North

Orange Park, Florida 32073C

10. If the "Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Other Business Entity":

a) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of the converting Florida profit corporation, including any appraisal rights of shareholders of the converting Florida profit corporation under ss. 607.1301-607.1333, Florida Statutes.

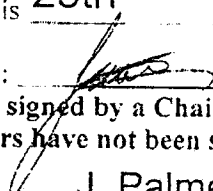
b.) Lists the following street and mailing address of an office, which the Florida Department of State may use for purposes of s. 607.1114(4), Florida Statutes.

Street Address: CT Corporation System, 1200 South Pine Island Road,  
Plantation, FL 33324

Mailing Address: CT Corporation System, 1200 South Pine Island Road,  
Plantation, FL 33324

11. The "Other Business Entity" has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under ss.607-1301-607.1333, F.S.

Signed this 25th day of June 2014

Signature: 

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: J. Palmer Clarkson Title: President

**Fees:** Filing Fee: \$35.00  
Certified Copy: \$8.75 (Optional)  
Certificate of Status: \$8.75 (Optional)

# Delaware

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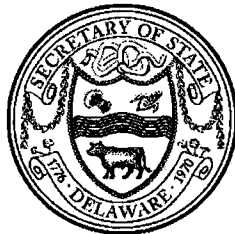
*The First State*

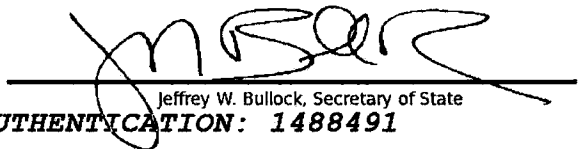
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A FLORIDA CORPORATION UNDER THE NAME OF "MASTHEAD INDUSTRIES, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "MASTHEAD INDUSTRIES, INC." TO "MASTHEAD INDUSTRIES, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 2014, AT 3:13 O'CLOCK P.M.

5558258 8100V

140883757

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1488491

DATE: 06-26-14

TRADEMARK  
REEL: 005332 FRAME: 0374

**STATE OF DELAWARE**

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

The undersigned, desiring to convert a Florida corporation into a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act, does hereby certify as follows:

First: The jurisdiction where the Corporation was first formed is Florida.

Second: The jurisdiction of organization immediately prior to filing this Certificate is Florida.

Third: The date the Corporation was first formed is November 20, 1990.

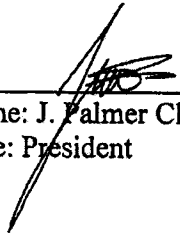
Fourth: The name of the Corporation immediately prior to filing this Certificate is Masthead Industries, Inc.

Fifth: The name of the Limited Liability Company as set forth in the Certificate of Formation is Masthead Industries, LLC.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this  
25<sup>th</sup> day of JUNE, 2014.

MASTHEAD INDUSTRIES, INC.

By:   
Name: J. Palmer Clarkson  
Title: President



# Delaware

PAGE 2

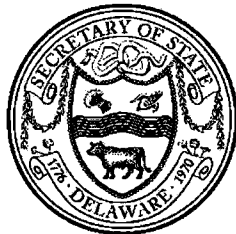
*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "MASTHEAD INDUSTRIES, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 2014, AT 3:13 O'CLOCK P.M.

5558258 8100V

140883757

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1488491

DATE: 06-26-14

TRADEMARK  
REEL: 005332 FRAME: 0377

STATE OF DELAWARE  
CERTIFICATE OF FORMATION  
OF

MASTHEAD INDUSTRIES, LLC

The undersigned, desiring to form a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Delaware Code, Chapter 18, does hereby certify as follows:

First: The name of the limited liability company is:  
Masthead Industries, LLC

Second: The address of its registered office in the State of Delaware is

1209 Orange Street  
Wilmington, DE 19801  
New Castle County

Third: The name of the Registered Agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Masthead Industries, LLC as of June 25, 2014.

By: /s/ Jalpit Amin

Name: Jalpit Amin

Title: Authorized Person

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:18 PM 06/25/2014  
FILED 03:13 PM 06/25/2014  
SRV 14088375 @M-US-5332331-0011

RECORDED: 07/29/2014

TRADEMARK  
REEL: 005332 FRAME: 0378