

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM390730

<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>
KINETICS DYNACAST, INC.		01/30/2015	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	KINETICS DYNACAST, LLC		
<b>Street Address:</b>	14045 BALLANTYNE CORPORATE PLACE, SUITE 400		
<b>City:</b>	CHARLOTTE		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28277		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3855587	PCPK	
<b>Registration Number:</b>	3843914	PCPK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6175231231		
<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>	6175701000		
<b>Email:</b>	rthomas@goodwinprocter.com		
<b>Correspondent Name:</b>	Ryan E. Thomas		
<b>Address Line 1:</b>	Goodwin Procter LLP		
<b>Address Line 2:</b>	100 Northern Avenue		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02210		
<b>ATTORNEY DOCKET NUMBER:</b>	132369/241107		
<b>NAME OF SUBMITTER:</b>	Ryan E. Thomas		
<b>SIGNATURE:</b>	/RET/		
<b>DATE SIGNED:</b>	07/08/2016		
<b>Total Attachments: 18</b>			
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# Delaware

The First State

Page 1

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 "DYNACAST PORTLAND, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE SECOND DAY OF MAY, A.D. 2005, AT 3:59 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "FRANKLIN ACQUISITION, INC." TO "KINETICS CLIMAX, INC.", FILED THE ELEVENTH DAY OF AUGUST, A.D. 2005, AT 11:37 O`CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE EIGHTH DAY OF MAY, A.D. 2008, AT 6:58 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "KINETICS CLIMAX, INC." TO "KINETICS DYNACAST, INC.", FILED THE FIRST DAY OF OCTOBER, A.D. 2014, AT 10:08 O`CLOCK A.M.

CERTIFICATE OF CONVERSION, FILED THE THIRTIETH DAY OF JANUARY, A.D. 2015, AT 2:04 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

3963623 8100H  
SR# 20164538863

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

Authentication: 202519824  
Date: 06-20-16

TRADEMARK  
REEL: 005831 FRAME: 0062

# Delaware

The First State

Page 2

*CERTIFICATE OF FORMATION, FILED THE THIRTIETH DAY OF  
JANUARY, A.D. 2015, AT 2:04 O`CLOCK P.M.*

*CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "KINETICS  
DYNACAST, LLC" TO "DYNACAST PORTLAND, LLC", FILED THE FIRST DAY  
OF SEPTEMBER, A.D. 2015, AT 2:22 O`CLOCK P.M.*

*CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-  
EIGHTH DAY OF DECEMBER, A.D. 2015, AT 7:56 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, "DYNACAST PORTLAND, LLC".*



  
Jeffrey W. Bullock, Secretary of State

3963623 8100H  
SR# 20164538863

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

Authentication: 202519824  
Date: 06-20-16

**TRADEMARK**  
**REEL: 005831 FRAME: 0063**

**CERTIFICATE OF INCORPORATION**  
**OF**  
**FRANKLIN ACQUISITION, INC.**

**ARTICLE I**

The name of the Corporation is Franklin Acquisition, Inc.

**ARTICLE II**

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

**ARTICLE III**

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware.

**ARTICLE IV**

All powers of the Incorporator will hereby terminate upon the filing of this Certificate of Incorporation with the Secretary of State of the State of Delaware. The following person is appointed as the initial director of the Corporation, effective immediately, to serve and hold office until the first annual meeting of the stockholders, or until such person's successors are duly elected and qualified:

S. David Colton  
One North Central Ave.  
Phoenix, AZ 85004

**ARTICLE V**

The Corporation is authorized to issue 1,000 shares of capital stock in the aggregate. The capital stock of the Corporation shall consist of a single class, designated "**Common Stock**," with a par value of \$0.0001 per share.

*State of Delaware*  
*Secretary of State*  
*Division of Corporations*  
*Delivered 04:05 PM 05/02/2005*  
*FILED 03:59 PM 05/02/2005*  
*SRV 050353699 - 3963623 FILE*

## ARTICLE VI

To the fullest extent permitted by the General Corporation Law of Delaware, as the same may be amended from time to time, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the General Corporation Law of Delaware is hereafter amended to authorize, with or without the approval of the Corporation's stockholders, further reductions in the liability of the Corporation's directors for breach of fiduciary duty, then a director of the Corporation shall not be liable for any such breach to the fullest extent permitted by the General Corporation Law of Delaware, as so amended.

Any repeal or modification of any of the foregoing provisions of this Article VI, by amendment of this Article VI or by operation of law, shall not adversely affect any right or protection of a director of the Corporation with respect to any acts or omissions of such director occurring prior to such repeal or modification.

## ARTICLE VII

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers, employees and other agents of the Corporation (and any other persons to which Delaware law permits the Corporation to provide indemnification or advancement of expenses), through bylaw provisions, agreements with any such director, officer, employee or other agent or other person, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by the General Corporation Law of Delaware, subject only to limits created by applicable Delaware law (statutory or nonstatutory), with respect to actions for breach of duty to a corporation, its stockholders, and others.

Any repeal or modification of any of the foregoing provisions of this Article VII, by amendment of this Article VII or by operation of law, shall not adversely affect any right or protection of a director, officer, employee or other agent of the Corporation or any such other person existing at the time of, or increase the liability of any such director, officer, employee, agent or other person with respect to any acts or omissions thereof occurring prior to such repeal or modification.

## ARTICLE VIII

The Corporation is to have perpetual existence.

## ARTICLE IX

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

## **ARTICLE X**

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the Bylaws of the Corporation, but the stockholders may adopt additional bylaws and may amend or repeal any bylaw whether adopted by them or otherwise.

## **ARTICLE XI**

The number of directors that will constitute the whole Board of Directors shall be designated in the Bylaws of the Corporation. Vacancies created by the resignation of one or more members of the Board of Directors and new directorships created in accordance with the Bylaws of the Corporation, may be filled by the vote of a majority, although less than a quorum, of the directors then in office or by a sole remaining director. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation.

## **ARTICLE XII**

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. Advance notice of new business and stockholder nominations for the election of Directors shall be provided in the manner and to the extent provided in the Bylaws of the Corporation. Any action required by the General Corporation Law of Delaware to be taken at any annual or special meeting of stockholders of a corporation, or any action that may be taken at any annual or special meeting of such stockholders, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted; provided, however, that an action by written consent to elect directors, unless such action is unanimous, may be in lieu of holding of an annual meeting only if all of the directorships to which directors could be elected at an annual meeting held at the effective time of such action are vacant and are filled by such action.

## **ARTICLE XIII**

Stockholders of the Corporation shall not be entitled to cumulate their votes for the election of directors or any other matter submitted to a vote of the stockholders.

## **ARTICLE XIV**

Preemptive rights shall not exist with respect to shares of capital stock or securities convertible into the capital stock of the Corporation, whether now or hereafter authorized; provided, however, that the Corporation may, by contract, grant to some or all of the Corporation's security holders preemptive rights to acquire securities of the Corporation.

**ARTICLE XV**

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

\*\*\*\*\*



The undersigned hereby further declares and certifies under penalty of perjury that the facts set forth in the foregoing certificate are true and correct to the knowledge of the undersigned, and that this certificate is the act and deed of the undersigned.

Executed on this 3<sup>rd</sup> day of May, 2005.

By: 

Deena Bothello, Incorporator  
1120 NW Couch Street  
Portland, Oregon 97209-4128

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:43 AM 08/11/2005  
FILED 11:37 AM 08/11/2005  
SRV 050663144 - 3963623 FILE

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF  
FRANKLIN ACQUISITION, INC.**

Franklin Acquisition, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

**First:** The undersigned are the duly elected and acting President and Secretary, respectively, of the Corporation.

**Second:** The date on which the Corporation's original Certificate of Incorporation was filed with the Secretary of State of Delaware is May 2, 2005.

**Third:** The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, adopted resolutions to amend Article I of the Certificate of Incorporation of the Corporation to read in its entirety as follows:

**"ARTICLE I**

The name of the Corporation is Kinetics Climax, Inc."

**Fourth:** This Certificate of Amendment of Certificate of Incorporation was submitted to the stockholders of the Corporation for their approval, and was duly adopted by the required vote of stockholders of the Corporation in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

In Witness Whereof, Franklin Acquisition, Inc. has caused this Certificate of Amendment to be signed by its President and attested to by its Secretary this 3rd day of August, 2005.

FRANKLIN ACQUISITION, INC.

By:   
W. J. Kitchen, President

Attest:

  
Catherine R. Hardwick, Secretary

CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE  
AND OF REGISTERED AGENT

**KINETICS CLIMAX, INC.**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is:

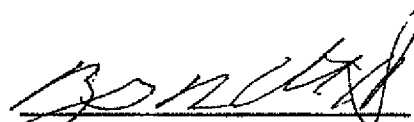
**KINETICS CLIMAX, INC.**

2. The registered office of the corporation within the State of Delaware is hereby changed to 2711 Centerville Road, Suite 400, City of Wilmington 19808, County of New Castle.

3. The registered agent of the corporation within the State of Delaware is hereby changed to Corporation Service Company, the business office of which is identical with the registered office of the corporation as hereby changed.

4. The corporation has authorized the changes hereinbefore set forth by resolution of its Board of Directors.

Executed on May 7, 2008

  
Name: Douglas N. Currault II  
Title: Secretary

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF  
KINETICS CLIMAX, INC.**

**Kinetics Climax, Inc.** (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

**First:** The undersigned are the duly elected and acting President and Secretary, respectively, of the Corporation.

**Second:** The date on which the Corporation's original Certificate of Incorporation was filed with the Secretary of State of Delaware is May 2, 2005.

**Third:** The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, adopted resolutions to amend Article I of the Certificate of Incorporation of the Corporation to read in its entirety as follows:

**"ARTICLE I**

The name of the Corporation is Kinetics Dynacast, Inc."

**Fourth:** This Certificate of Amendment of Certificate of Incorporation was submitted to the sole stockholder of the Corporation for its approval, and was duly adopted by the sole stockholder of the Corporation in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

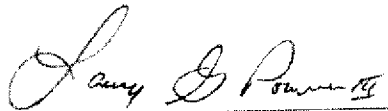
In Witness Whereof, Kinetics Climax, Inc. has caused this Certificate of Amendment to be signed by its President and attested to by its Secretary this 1 day of October, 2014.

**KINETICS CLIMAX, INC.**

By: 

Simon Neyman, Chief Executive  
Officer and President

**Attest:**



Larry G. Powell III, Secretary

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION OF**

**KINETICS DYNACAST, INC.**

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

This Certificate of Conversion to Limited Liability Company (this "Certificate"), is being duly executed and filed by the undersigned, as an authorized person, to convert Kinetics Dynacast, Inc., a Delaware corporation (the "Corporation"), to Kinetics Dynacast, LLC, a Delaware limited liability company (the "Company").

1. The date on which and the jurisdiction where the Corporation was first formed is May 2, 2005, in the State of Delaware.
2. The jurisdiction of the Corporation immediately prior to filing this Certificate is the State of Delaware.
3. The name of the Corporation immediately prior to filing this Certificate is Kinetics Dynacast, Inc.
4. The name of the limited liability company into which the Corporation is to be converted as set forth in its Certificate of Formation is Kinetics Dynacast, LLC.
5. The conversion of the Corporation to the Company shall be effective as of 12:01a.m. on January 30, 2015 along with a Certificate of Formation filed with the Secretary of State of the State of Delaware.
6. The conversion of the Corporation to the Company has been approved in accordance with the provisions of Sections 228 and 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to a Limited Liability Company this 30th day of January, 2015.

KINETICS DYNACAST, INC.

By: /s/ Adrian Murphy  
Name: Adrian Murphy  
Title: CFO and Treasurer

**CERTIFICATE OF FORMATION  
OF  
KINETICS DYNACAST, LLC**

Dated as of 12:01 am on January 30, 2015

This Certificate of Formation is being filed pursuant to Section 18-201 of the Delaware Limited Liability Company Act, in connection with the formation of Kinetics Dynacast, LLC, a Delaware limited liability company.

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is "Kinetics Dynacast, LLC" (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The registered agent of the Company at such address is The Corporation Trust Company.

3. The formation shall be effective as of 12:01 a.m. on January 30, 2015.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first written above.

/s/ Adrian Murphy

Name: Adrian Murphy

Title: Authorized Person

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION OF**

**KINETICS DYNACAST, INC.**

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

This Certificate of Conversion to Limited Liability Company (this "Certificate"), is being duly executed and filed by the undersigned, as an authorized person, to convert Kinetics Dynacast, Inc., a Delaware corporation (the "Corporation"), to Kinetics Dynacast, LLC, a Delaware limited liability company (the "Company").

1. The date on which and the jurisdiction where the Corporation was first formed is May 2, 2005, in the State of Delaware.
2. The jurisdiction of the Corporation immediately prior to filing this Certificate is the State of Delaware.
3. The name of the Corporation immediately prior to filing this Certificate is Kinetics Dynacast, Inc.
4. The name of the limited liability company into which the Corporation is to be converted as set forth in its Certificate of Formation is Kinetics Dynacast, LLC.
5. The conversion of the Corporation to the Company shall be effective as of 12:01a.m. on January 30, 2015 along with a Certificate of Formation filed with the Secretary of State of the State of Delaware.
6. The conversion of the Corporation to the Company has been approved in accordance with the provisions of Sections 228 and 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to a Limited Liability Company this 30th day of January, 2015.

KINETICS DYNACAST, INC.

By: /s/ Adrian Murphy  
Name: Adrian Murphy  
Title: CFO and Treasurer



**CERTIFICATE OF FORMATION**  
**OF**  
**KINETICS DYNACAST, LLC**

Dated as of 12:01 am on January 30, 2015

This Certificate of Formation is being filed pursuant to Section 18-201 of the Delaware Limited Liability Company Act, in connection with the formation of Kinetics Dynacast, LLC, a Delaware limited liability company.

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is "Kinetics Dynacast, LLC" (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The registered agent of the Company at such address is The Corporation Trust Company.

3. The formation shall be effective as of 12:01 a.m. on January 30, 2015.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first written above.

/s/ Adrian Murphy

Name: Adrian Murphy

Title: Authorized Person

**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF FORMATION  
OF  
KINETICS DYNACAST, LLC**

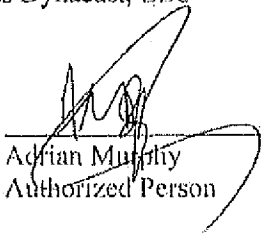
The undersigned, desiring to amend the Certificate of Formation of Kinetics Dynacast, LLC, pursuant to the provisions of Section 18-202 of the Delaware Limited Liability Company Act, does hereby certify:

1. The name of the limited liability company is Kinetics Dynacast, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended by deleting Paragraph 1 and replacing it with the following:

“1. Name. The name of the limited liability company is “Dynacast Portland, LLC” (the “Company”).”

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment on the 28th day of August, 2015.

Kinetics Dynacast, LLC

By:   
Name: Adrian Murphy  
Title: Authorized Person

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT CHANGING ONLY THE  
REGISTERED OFFICE OR REGISTERED AGENT OF A  
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Dynacast Portland, LLC
2. The Registered Office of the limited liability company in the State of Delaware is changed to The Corporation Trust Company  
1209 Orange Street (street), in the City of Wilmington  
Zip Code 19801. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is THE CORPORATION TRUST COMPANY

By:   
Authorized Person

Name: Adrian Murphy  
Print or Type