

TRADEMARK ASSIGNMENT COVER SHEET

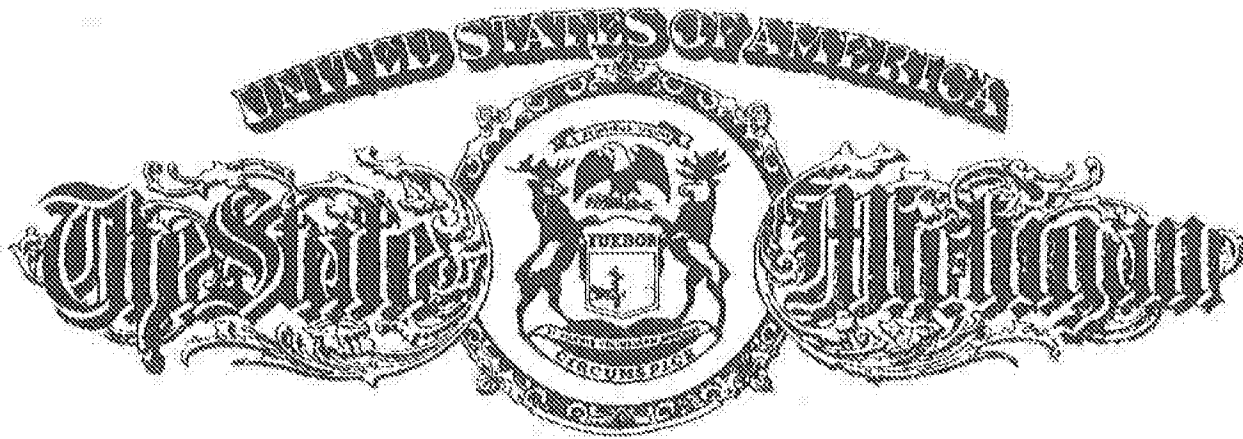
Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM400746

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Preferred Distributing, Inc.		09/19/2016	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	Preferred Distributing, LLC		
Street Address:	1595 Georgetown Road, Suite A-L		
City:	Hudson		
State/Country:	OHIO		
Postal Code:	44236		
Entity Type:	Limited Liability Company: MICHIGAN		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2618318	LEAFILTER	
Serial Number:	87150202	LEAFFILTER	
Serial Number:	87150210	LEAFFILTER	
Serial Number:	87150213	LEAF FILTER GUTTER PROTECTION	
Serial Number:	87150214	LEAF FILTER GUTTER PROTECTION	
Serial Number:	87150215	LEAF FILTER	
CORRESPONDENCE DATA			
Fax Number:	7349302494		
<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:	7349302488		
Email:	ipfilings@bodmanlaw.com		
Correspondent Name:	Susan M. Kornfield - Bodman PLC		
Address Line 1:	201 South Division, Suite 400		
Address Line 4:	Ann Arbor, MICHIGAN 48104		
NAME OF SUBMITTER:	Susan M. Kornfield		
SIGNATURE:	/Susan M. Kornfield/		
DATE SIGNED:	10/04/2016		
Total Attachments: 12			

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Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



Sent by Facsimile Transmission
1412928

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 19th day of September, 2016

Julia Dale

Julia Dale, Director
Corporations, Securities & Commercial Licensing Bureau

**Michigan Department of
Licensing and Regulatory Affairs**

Filing Endorsement

This is to Certify that the

CERTIFICATE OF CONVERSION AND ARTICLES OF INCORPORATION

for

**PREFERRED DISTRIBUTING, INC.
ID Number: 16581D**

TO

**PREFERRED DISTRIBUTING, LLC
ID Number: F0243Y**

*received by facsimile transmission on September 16, 2016, is hereby endorsed filed on
September 19, 2016, by the Administrator.*

*The document is effective on the date filed, unless a
subsequent effective date within 90 days after
received date is stated in the document.*



*In testimony whereof, I have hereunto set my hand
and affixed the Seal of the Department, in the City of
Lansing, this 19th day of September, 2016.*

Julia Dale

*Julia Dale, Director
Corporations, Securities & Commercial Licensing Bureau*

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after registration date is stated in the document.

Name Benesch Friedlander, Attn: Andrew Murphy		
Address 300 Public Square, Suite 2300		
City Cleveland, OH 44114	State OH	Zip Code 44114

EFFECTIVE DATE:

Document will be returned to the above address unless otherwise noted.
If electronically document, will be returned to the registering office.

CERTIFICATE OF CONVERSION

For use by a Corporation Converting into a Business Organization

Pursuant to the provisions of Act 204, Public Acts of 1972 (profit corporations), Act 25, Public Acts of 1993 (limited liability companies), and Act 162, Public Acts of 1992 (nonprofit corporations), the undersigned corporation executes the following Certificate of Conversion.

1. Before Conversion

Entity Name: Prestano Distributing, Inc.		Entity ID: 105817
Indicate (X) Entity Type	<input checked="" type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Domestic Nonprofit Corporation
	Street Address, if different than the one provided in Item 2:	
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation

2. After Conversion

Entity Name: Prestano Distributing, LLC		
Indicate (X) Entity Type	<input type="checkbox"/>	Domestic Profit Corporation
	<input type="checkbox"/>	Domestic Nonprofit Corporation
	<input type="checkbox"/>	Foreign Profit Corporation
	<input type="checkbox"/>	Foreign Nonprofit Corporation
	<input checked="" type="checkbox"/>	Domestic Limited Liability Company
	<input type="checkbox"/>	Foreign Limited Liability Company
If the converting corporation is a domestic corporation that has not commenced business, has not issued any shares or memberships, and has not elected a board of directors, proceed to Item 3.		
If the converting corporation is a domestic corporation that has commenced business or a foreign corporation, proceed to Item 3.		

3. Surviving Business Organization

Governing Statute:
Michigan Limited Liability Company Act

Street Address:
800 East Bridge Street, Fishwell, MI 48080

Principal Place of Business:
800 East Bridge Street, Fishwell, MI 48080

4. Complete only if converting a profit corporation.

Designation and number of outstanding shares in each class and series: 10,000 shares outstanding all of one class.

Indicate class and series of shares entitled to vote: 10,000 shares all of one class are entitled to vote.

Indicate class and series entitled to vote as a class, if any:

If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

5. Complete only if converting a nonprofit corporation and it is organized on a stock basis.

Designation and number of outstanding shares in each class:

Indicate class of shares entitled to vote:

Indicate class of shares entitled to vote as a class, if any:

If the number of shares is subject to change prior to the effective date of the conversion, the manner in which the change may occur is as follows:

6. Complete only if converting a nonprofit corporation and it is organized on a membership basis.

For a corporation organized on a membership basis, state (a) a description of its members and (b) the number, classification, and voting rights of its members:

7. Complete only if converting a nonprofit corporation and it is organized on a directorship basis.

For a corporation organized on a directorship basis, state (a) a description of the organization of its board and (b) the number, classification, and voting rights of its directors:

8. The manner and basis of converting the shares or memberships of the converting corporation into ownership interests or obligations of the surviving business organization, into cash, into other consideration that may include ownership interests or obligations of an entity that is not a party to the conversion, or into a combination of cash and other consideration.

THE SALES SHAREHOLDER OF THE 10,000 OUTSTANDING SHARES WILL RECEIVE 100 MEMBERSHIP UNITS OF THE CONVERTED LLC, REPRESENTING 100% EQUITY OWNERSHIP.

9. (Complete only if a later effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document by the administrator.)

The conversion is effective on the _____ day of _____, _____.

The plan of conversion will be furnished by the surviving business organization, on request and without cost, to any shareholder or member of the converting corporation.

The conversion is permitted by the law that will govern the internal affairs of the business organization after conversion and the surviving business organization complies with that law in converting.

10. The assumed names being transferred to continue for the remaining effective portion of the Certificate of Assumed Name on file prior to the conversion are:

Assumed Name	Expiration Date

11. The converting corporation's name and/or assumed name(s) to be used as new assumed name(s) of the surviving business organization.

Assumed Name	Expiration Date

12. Signature: Complete only Section (a) or (b) if the converting corporation is domestic. Complete only (c) if the converting corporation is foreign.

Complete if the domestic corporation has not commenced business:

a) The plan of conversion was approved by unanimous consent of the incorporators of the converting domestic corporation and the corporation has not yet commenced business, has not issued any shares or memberships, and has not elected a board of directors in accordance with Section 745(1)(d) of the Act.

Signed this _____ day of _____

(Signature of Incorporator)

(Signature of Incorporator)

(Type or Print Name)

(Type or Print Name)

(Signature of Incorporator)

(Signature of Incorporator)

(Type or Print Name)

(Type or Print Name)

Complete if the domestic corporation has commenced business:

b) The plan of conversion was adopted by the Board of Directors and approved by the shareholders of the domestic corporation in accordance with Section 745(1)(c) of the Act.

Signed this 15th day of September, 2010

BY _____
(Signature of Authorized Officer or Agent)

Matthew J. Haulton
(Type or Print Name)

Complete only if the converting corporation is foreign:

c) The plan of conversion was adopted and submitted for approval in the manner required by the law governing the internal affairs of the converting foreign corporation.

Signed this _____ day of _____

BY _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU		
<u>Date Received</u>	(FOR BUREAU USE ONLY)	
	This document is effective on the date filed, unless a subsequent effective date within 30 days after execution date is stated in this document.	
Name		
Renech Enterprises, Attn: Andrew Murby		
Address		
700 Public Square, Suite 2100		
City	State	ZIP Code
Cleveland, OH, 44114	OH	
		EFFECTIVE DATE:

Specimen will be retained to the name and address you enter above. If left blank, specimen will be returned to the registered office.

ARTICLES OF ORGANIZATION
For use by Domestic Limited Liability Companies
(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned executes the following Articles:

ARTICLE I

The name of the limited liability company is: Perfumed Distilling, LLC

ARTICLE II

The purpose or purposes for which this limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

ARTICLE III

The duration of the limited liability company if other than perpetual is: _____

ARTICLE IV

1. The name of the resident agent at the registered office is: The Corporation Company

2. The street address of the location of the registered office is:

4050 ANN ARBOR RD STE 201 PLYMOUTH Michigan 48170-4675
(Street/Route) (City) (State) (Zip Code)

3. The mailing address of the registered office if different than above:

(P.O. Box or Street/Route) (City) Michigan (Zip Code)

ARTICLE V (Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

Signed this 13th day of September, 2014

By [Signature]

Matthew S. Kozig (Signature) or Organization

(Name or Title (Name) of Registrant)

Michigan Department of Consumer and Industry Services

Filing Endorsement

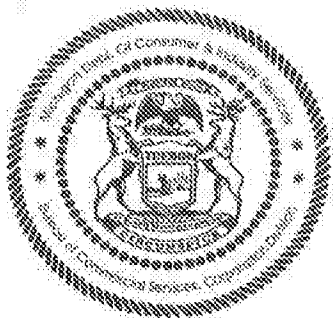
This is to Certify that the ARTICLES OF INCORPORATION - PROFIT

for

PREFERRED DISTRIBUTING, INC.

ID NUMBER: 16581D

received by facsimile transmission on January 23, 2004 is hereby endorsed filed on January 29, 2004 by the Administrator. The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 29th day of January, 2004.

, Director

Bureau of Commercial Services

BCS/CC-500 (Rev. 08/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Jeffery S. Battershall	
Address 900 FIFTH THIRD CENTER, 111 LYON STREET NW	
City	State Zip Code
GRAND RAPIDS	MI 49503-2487
Effective Date:	

Document will be returned to the name and address you enter above.
 If left blank document will be mailed to the registered office



ARTICLES OF INCORPORATION
For use by Domestic Profit Corporations
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned executes the following Articles:

ARTICLE I

The name of the corporation is Preferred Distributing, Inc.

ARTICLE II

The purpose of the corporation is to engage in any one or more lawful acts or activities within the purposes for which a corporation may be formed under the Michigan Business Corporation Act.

ARTICLE III

The total authorized capital stock of the corporation is 60,000 shares of common stock all of one class.

ARTICLE IV

The street address (which is the mailing address) of the initial registered office of the corporation is 800 East Bridge Street, Plainwell, Michigan 49080.

The name of the resident agent at the registered office is Tracy J. Tucker

ARTICLE V

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Tracy J. Tucker	800 East Bridge Street, Plainwell, Michigan 49080

ARTICLE VI

When a compromise or arrangement or a plan of reorganization of the corporation is proposed between the corporation and its creditors or any class of them or between the corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of the corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of the corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on the corporation.

ARTICLE VII

Any action required or permitted by the Michigan Business Corporation Act, these Articles, or the bylaws of the corporation to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. The written consents shall bear the date of signature of each shareholder who signs the consent. No written consents shall be effective to take the corporate action referred to unless, within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than 10 days

before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented to the action in writing.

An electronic transmission consenting to an action transmitted by a shareholder or proxy holder, or by a person authorized to act for the shareholder or proxy holder, shall be considered written, signed, and dated if the electronic transmission is delivered with information from which the corporation can determine (a) that the electronic transmission was transmitted by the shareholder or proxy holder, or by the person authorized to act for the shareholder or proxy holder, and (b) the date on which the electronic transmission was transmitted. The date on which an electronic transmission is transmitted is the date on which the consent was signed. A consent given by electronic transmission is not delivered until it is received by the Secretary or any other designated officer of the corporation and reproduced in paper form by the corporation.

ARTICLE VIII

The corporation shall indemnify any director of the corporation who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding by reason of the fact that he or she is or was a director, or is or was serving at the request of the corporation in another capacity, to the fullest extent permitted (in the absence of rights granted under these Articles, the corporation's bylaws, or a contractual agreement) by the Michigan Business Corporation Act. The corporation may further indemnify directors, and may indemnify persons who are not directors, to the extent authorized by the Michigan Business Corporation Act, bylaw, resolution of the board of directors, or contractual agreement authorized by the board of directors. A change in the Michigan Business Corporation Act, these Articles, or the bylaws that reduces the scope of indemnification shall not apply to any action or omission that occurs before the change.

ARTICLE IX

A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken or any failure to take any action as a director, except that a director's liability is not limited for:

- (1) the amount of a financial benefit received by a director to which he or she is not entitled;
- (2) intentional infliction of harm on the corporation or the shareholders;

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Tracy Tucker

1-616-671-5483

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- (3) a violation of section 551 of the Michigan Business Corporation Act; or
- (4) an intentional criminal act.

If the Michigan Business Corporation Act is amended to further eliminate or limit the liability of a director, then a director of the corporation (in addition to the circumstances in which a director is not liable as set forth in the preceding paragraph) shall, to the fullest extent permitted by the Michigan Business Corporation Act, as so amended, not be liable to the corporation or its shareholders. No amendment to or modification or repeal of this Article shall increase the liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment, modification, or repeal.

ARTICLE X

The corporation may amend or repeal any provision contained in these Articles and add Articles in the manner prescribed by statute.

The incorporator has executed these Articles of Incorporation as of January 19, 2004.



 Tracy J. Tucker

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