

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM407787

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
In-Place Machining Company, Inc.		11/17/2016	Corporation: WISCONSIN
RECEIVING PARTY DATA			
Name:	In-Place Machining Company, LLC		
Street Address:	3811 N. Holton St.		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53212		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2617354	IN-PLACE MACHINING COMPANY	
Registration Number:	2668133	IN-PLACE MACHINING COMPANY	
Registration Number:	2512657		
Registration Number:	1991887	MASTERSTITCH	
Registration Number:	1295287	METALSTITCH	
Registration Number:	2617355	METALSTITCH	
Registration Number:	1991886	STITCHSCREW	
CORRESPONDENCE DATA			
Fax Number:	4142769220		
<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:	414-225-4820		
Email:	trademarks@hinshawlaw.com		
Correspondent Name:	Hinshaw & Culbertson LLP		
Address Line 1:	100 East Wisconsin Avenue		
Address Line 2:	Suite 2600		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	0928606		
NAME OF SUBMITTER:	Jane C. Schlicht		

CH \$190.00 2617354

SIGNATURE:	/jane c schlicht/
DATE SIGNED:	12/06/2016
Total Attachments: 7 source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page1.tif source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page2.tif source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page3.tif source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page4.tif source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page5.tif source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page6.tif source=2016-11-18 IPM, Inc Certificate of Conversion to LLC#page7.tif	

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ONLINE
PYMT

FILING FEE \$150.00
 OPTIONAL EXPEDITED SERVICE + \$25.00

DO NOT STAPLE
Sec. 179.76(3) & (5),
180.1161(3) & (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

1. Before conversion:

Company Name: In-Place Machining Company, Inc.		STATE OF WISCONSIN FILED NOV 18 2016
Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	DEPARTMENT OF FINANCIAL INSTITUTIONS Organized under the laws of Wisconsin (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://www2.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: In-Place Machining Company, LLC	
Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)
Organized under the laws of Delaware (state or country)	

DFI/CORP/1000 (04/15)



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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. If converting the entity to another state or country, the governing document is not required. (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.

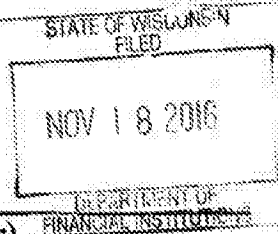
6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity PRIOR TO CONVERSION:

Registered Agent (Agent for Service of Process): Roger D. Norgel	Registered Office: 3811 North Holton Street Milwaukee, Wisconsin 53212
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): The Corporation Trust Company	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 1209 Orange Street - Corporation Trust Center, New Castle County, Wilmington, Delaware 19801
Additional Entry for a Limited Partnership only →	Record Office:

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8. Executed on November 13 2016 (date) by the business entity **PRIOR TO ITS CONVERSION**.

[Handwritten Signature]

(Signature)

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

Jonathan D. Eder
(Printed Name)

For a limited partnership
Title: General Partner

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

For a limited liability company
Title: Member OR Manager

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)

Please use BLACK Ink . 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: State of WI - Dept. of Financial Institutions Box 93348 Milwaukee WI- 53293-0348	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 201 W. Washington Ave - Suite 300 Madison WI 53703	Phone: 608-261-7577 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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DO NOT STAPLE

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

(T E M P L A T E)

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



EXHIBIT A

PLAN OF CONVERSION

STATE OF WISCONSIN
FILED

NOV 18 2016

DEPARTMENT OF
FINANCIAL INSTITUTIONS

1. Before conversion:

Company Name: In-Place Machining Company, Inc.

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

2. After conversion:

Company Name: In-Place Machining Company, LLC
--

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>Delaware</u> (state or country)
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

3. The terms and conditions of the conversion.

The conversion will result in the sole shareholder of In-Place Machining Company, Inc. becoming the sole member of In-Place Machining Company, LLC. In-Place Machining Company, LLC will continue to own the same assets and have the same liabilities as In-Place Machining Company, Inc.
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4. The manner and basis of converting the shares or other ownership interests of the business entity that is to be converted into shares or other ownership interests of the new form of business entity.

The sole shareholder of In-Place Machining Company, Inc. shall receive one unit of membership interest in In-Place Machining Company, LLC in exchange for each share of stock it owns in In-Place Machining Company, Inc. All authorized, issued, and outstanding shares of stock of In-Place Machining Company, Inc. shall thereafter be cancelled.

5. Other provisions relating to the conversion, as determined by the business entity.

6. (OPTIONAL) Effective Date and Time of Conversion

The effective date and time of conversion shall be _____ (date) at _____ (time).
(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached as Exhibit B. If converting the entity to another state or country, the governing document is not required.

(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)

(Attach the appropriate governing document after conversion as Exhibit B)

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

┌ Peter J. Faust, Esq. ┐
O'Neil, Cannon, Hollman, DeJong & Laing S.C.
111 East Wisconsin Avenue, Suite 1400
Milwaukee, Wisconsin 53202

└ Enter your return address within the bracket above. ┘

Phone number during the day: (414) 276 - 5000

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.



For Office



State of Wisconsin

Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 180

IN-PLACE MACHINING COMPANY, INC.

Received Date: 11/17/2016

Filed Date: 11/18/2016

Filing Fee: \$150.00

Expedited Fee: \$25.00

Total Fee: \$175.00

Entity ID#: 1E03645

Certificate of Conversion, converting a WI domestic Corp (Chap 180) into an unlicensed foreign LLC

Effective Date: November 17, 2016

OOS# 201611175056096