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# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM459631

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SNJ Enterprises, LLC		11/01/2016	Limited Liability Company:

#### **RECEIVING PARTY DATA**

Name:	SNJ Enterprises, Inc.	
Street Address:	61535 S Highway 97	
Internal Address:	Suite 5-421	
City:	Washington	
State/Country:	D.C.	
Postal Code:	20005	
Entity Type:	Corporation: OREGON	

#### **PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	4056046	ZAMP SOLAR

# **CORRESPONDENCE DATA**

**Fax Number:** 2026622739

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:** 2026622738

**Email:** seanwooden@akllp.com

Correspondent Name: Sean Wooden
Address Line 1: 1350 | Street, NW

Address Line 2: Suite 1100

Address Line 4: Washington, OREGON 20005

NAME OF SUBMITTER:	Sean S. Wooden
SIGNATURE:	/ssw/
DATE SIGNED:	01/26/2018

#### **Total Attachments: 4**

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# ARTICLES OF CONVERSION OF SNJ ENTERPRISES, LLC

ARTICLE 1

**Business Entity Prior to Conversion** 

FILED

OCT 27 2016

OREGON SECRETARY OF STATE

The name and type of business entity prior to conversion is:

Name

SNJ Enterprises, LLC

State of Organization

Oregon

Type of Entity

limited liability company

ARTICLE 2
Business Entity After Conversion

The name and type of business entity after conversion will be:

Name

SNJ Enterprises, Inc.

State of Organization

Oregon

Type of Entity

corporation

ARTICLE 3
Plan of Conversion

A copy of the plan of conversion is attached as Exhibit A.

ARTICLE 4
Effective Date

These articles of conversion will become effective at November 1, 2016.

Dated: October 24, 2016

SNJ ENTERPRISES, LLC,

an Oregon limited liability company

By

Steven E. Nelson, Authorized Member

Person to contact about this filing: Kyle D. Wuepper

Daytime phone number: 541-693-0062

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SNJ ENTERPRISES, INC.



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#### EXHIBIT A

#### PLAN OF CONVERSION

SNJ Enterprises, LLC, an Oregon limited liability company, into SNJ Enterprises, Inc., an Oregon corporation

- 1. The name and type of the business entity before conversion is SNJ Enterprises, LLC, an Oregon limited liability company (the "Oregon LLC").
- 2. The name and type of the business entity after conversion is SNJ Enterprises, Inc., an Oregon corporation (the "Oregon Corporation").
- 3. The Oregon LLC shall be converted into the Oregon Corporation (the "Conversion") by the filing of Articles of Conversion with the Secretary of State of Oregon (to which this Plan of Conversion shall be attached). The Conversion shall be effective upon the filing of the Articles of Conversion with the Secretary of State of the State of Oregon and shall occur in accordance with the applicable provisions of the Oregon Limited Liability Company Act, ORS Chapter 63, and the Oregon Business Corporation Act, ORS Chapter 60.
- 4. Effective upon the Conversion, each 1% membership interest in the Oregon LLC will be converted into 10 shares of Common Stock in the Oregon Corporation
- 5. Effective upon the Conversion, the Oregon Corporation will be governed by the Articles included as <u>Exhibit A</u> to this Plan of Conversion as filed with the Secretary of State of Oregon, and the Bylaws of the Oregon Corporation adopted by action of the sole member of the Oregon LLC effective upon the Conversion.

**EXHIBIT A** 

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#### EXHIBIT A

#### ARTICLE I

The name of the corporation is SNJ Enterprises, Inc. (the "Corporation").

#### ARTICLE II

The purpose of the Corporation is to engage in any lawful business.

## ARTICLE III

The Corporation is authorized to issue 10,000 shares of Common Stock.

#### ARTICLE IV

Any action required or permitted by the Oregon Business Corporation Act to be taken at a shareholders meeting may be taken without a meeting if the action is taken, in accordance with the Oregon Business Corporation Act, by shareholders having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all shareholders entitled to vote on the action were present and voted.

#### ARTICLE V

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for conduct as a director, provided that this Article shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Oregon Business Corporation Act. No amendment to the Oregon Business Corporation Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of the amendment.

#### ARTICLE VI

The Corporation shall indemnify to the fullest extent not prohibited by law, any director or officer who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or other (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that such person is or was a director or officer of the Corporation or serves or served at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise. The Corporation shall pay for or reimburse the reasonable expenses incurred by any such officer or director in any such proceeding in advance of the final disposition of the proceeding if the officer or director sets forth in writing (i) the officer or director's good faith belief that the officer or director is entitled to indemnification under this Article and (ii) the officer's or director's agreement to repay all advances if it is ultimately determined that the officer or director is not

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EXHIBIT A

entitled to indemnification under this Article. No amendment to this Article that limits the Corporation's obligation to indemnify any officer or director shall have any effect on such obligation for any act or omission that occurs prior to the later of the effective date of the amendment or the date notice of the amendment is given to the officer or director. This Article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors or officers that may be included in any statute, bylaw, agreement, general or specific action of the Board of Directors, vote of shareholders or other document or arrangement.

# ARTICLE VII

The Corporation may indemnify to the fullest extent not prohibited by law any person who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or other (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that the person is or was an employee or agent of the Corporation or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the Corporation, or serves or served at the request of the Corporation as an employee or agent, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. This Article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of employees, agents and fiduciaries included in any statute, bylaw, agreement, general or specific action of the board of directors, vote of shareholders or other document or arrangement.

### ARTICLE VIII

The street address and the mailing address of the initial registered office of the Corporation is 15 SW Colorado Ave., Suite 3, Bend, Oregon 97702, and the name of its initial registered agent at that address is Brix Law Service Company LLC, Attention: Kyle D. Wuepper.

#### ARTICLE IX

The mailing address for the Corporation for notices is 15 SW Colorado Ave., Suite 3, Bend, Oregon 97702, Attention: Kyle D. Wuepper

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**EXHIBIT A** 

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