

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM504674

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2019		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Jacobus Energy of Wisconsin, Inc.		12/04/2018	Corporation: WISCONSIN
RECEIVING PARTY DATA			
Name:	Jacobus Energy, LLC		
Street Address:	11815 W Bradley Road		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53224		
Entity Type:	Limited Liability Company: WISCONSIN		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2701921	JACOBUS ENERGY	
Registration Number:	1169610	QUICKFLASH	
Registration Number:	2691623	QUICKNET	
CORRESPONDENCE DATA			
Fax Number:	4142735198		
<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:	4142733500		
Email:	bgilpin@gklaw.com		
Correspondent Name:	Brian G. Gilpin		
Address Line 1:	833 East Michigan Street, Suite 1800		
Address Line 2:	Godfrey & Kahn, S.C.		
Address Line 4:	Milwaukee, WISCONSIN 53202-5615		
ATTORNEY DOCKET NUMBER:	056858-0045		
NAME OF SUBMITTER:	Brian G. Gilpin		
SIGNATURE:	/brian g. gilpin/		
DATE SIGNED:	01/07/2019		
Total Attachments: 9			

CH \$90.00 2701921

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For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

ARTICLES OF MERGER - Ch. 183

JACOBUS ENERGY, LLC

Received Date: 12/18/2018

Filed Date: 12/19/2018

Filing Fee: \$150.00

Expedited Fee: \$25.00

Total Fee: \$175.00

Entity ID#: Q002820

Articles of Merger, merging JACOBUS ENERGY OF WISCONSIN, INC. (ID# 1N06413)(Chap 180) and QF TECHNOLOGIES, LLC (ID# Q004497)(Chap 183) and JACOBUS NE, LLC (ID# Q005144)(Chap 183)(Non-Survivors) into JACOBUS ENERGY, LLC (a WI domestic LLC)(Chap 183)(Survivor)

Effective Date: January 1, 2019

OOS# 201812185193670



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

FILING FEE \$150.00

Please check box for (Optional)
Expedited service + \$25.00

DO NOT STAPLE
FORM 2000

ARTICLES OF MERGER
Sec. 178.1124, 179.77, 180.1105, 181.1105, and 183.1204
Wis. Stats

1. Non-Surviving Parties to the Merger:

Company Name: Jacobus Energy of Wisconsin, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

Company Name: QF Technologies, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <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 <u>Wisconsin</u> (state or country)

EXCEPTION: If the merger involves only Chapter 180 business corporations, use form 2001.
Schedule more non-surviving parties as an additional page

2. Surviving Entity:

See Exhibit A for additional non-surviving party to the merger.

Company Name: Jacobus Energy, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <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 <u>Wisconsin</u> (state or country)



DFW/CORP/2000(0703/17)

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

DO NOT STAPLE
FORM 2000

EXHIBIT A
ARTICLES OF MERGER
Sec. 178.1124, 179.77, 180.1105, 181.1105, and 183.1204
Wis. Stats

Additional

1. Non-Surviving Parties to the Merger:

Company Name: Jacobus NE, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <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 <u>Wisconsin</u> (state or country)

Company Name:		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) See Exception below <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of _____ (state or country)

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3. Indicate below if the surviving entity is an indirect wholly owned subsidiary or parent:

The surviving entity is a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent and the merger was approved in accordance with sec. 180.11043 and the requirements of sec. 180.11045(2) have been satisfied.

The surviving entity is not a Domestic or Foreign Business Corporation that is an indirect wholly owned subsidiary or parent.

4. The Plan of Merger included in this document was approved by each entity that is a party to the merger in the manner required by the laws applicable to each entity, and in accordance with ss. 180.1103, 180.1104, 181.1103, 181.1104 and 183.1202, if applicable.

CONTINGENCY STATEMENT - The surviving entity of this merger is a domestic or foreign nonstock corporation. The Plan of Merger included in this document was approved by each entity that is a party to the merger in the manner required by the laws applicable to each entity, and in accordance with ss. 180.1103, 180.1104 and 183.1202, if applicable, and by a person other than the members or the board, if the approval of such person is required under s. 181.1103(2)(c).

The approval of members is not required, and the Plan of Merger was approved by a sufficient vote of the board.

The number of votes cast by each class of members to approve the Plan of Merger were sufficient for approval by that class.

Membership Class	Number of Memberships Outstanding	Number of Votes Entitled to be Cast	For	Against

(Append or attach the PLAN OF MERGER, (Optional Plan of Merger template on Pages 3 & 4)

5. (OPTIONAL) Effective Date and Time of Merger

These articles of merger, when filed, shall be effective on 1/1/2019 (date) at 12:01 A.M. (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 ss. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the surviving domestic entity.)

6. Executed on December 4, 2018 (date) by the surviving entity on behalf of all parties to the merger.

JACOBUS ENERGY, LLC

C. D. Jacobus, Jr.
(Signature)

By: QF II, L.C., Member
By: Charles D. Jacobus, Jr., Member and CEO
(Printed Name)

Mark (X) below the title of the person executing the document.
For a corporation:
Title: President OR Secretary or other officer title _____

For a limited liability company:
Title: Member OR Manager

For a limited partnership/general partnership/
limited liability partnership:
Title: General Partner Partner

This document was drafted by: John A. Dickens
(Name the individual who drafted the document)

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DFI/CORP/2000(07/17)

PLAN OF MERGER
OF
JACOBUS ENERGY OF WISCONSIN, INC.
OF TECHNOLOGIES, LLC and JACOBUS NE, LLC
WITH AND INTO
JACOBUS ENERGY, LLC

1. The names of the entities proposing to merge are **Jacobus Energy, LLC**, a Wisconsin limited liability company formerly known as "Jacobus Fleet Services, LLC" and as "Quick Fuel Fleet Services, LLC," hereinafter referred to as "Energy" or the "Surviving Entity," **Jacobus Energy of Wisconsin, Inc.**, a Wisconsin corporation formerly known as "Jacobus Energy, Inc." hereinafter referred to as "Jacobus," **QF Technologies, LLC**, a Wisconsin limited liability company hereinafter referred to as "QF Technologies," and **Jacobus NE, LLC**, a Wisconsin limited liability company formerly known as Quick Fuel NE, LLC hereinafter referred to as "Jacobus NE."

2. Jacobus, QF Technologies and Jacobus NE shall merge with and into Energy and the Surviving Entity shall exist by virtue and under the laws of the State of Wisconsin. The corporate identity, existence, purpose, powers, franchises, rights and immunities of Energy shall continue unaffected and unimpaired by the merger, and the corporate identity, existence, purpose, powers, franchises, rights and immunities of Jacobus, QF Technologies and Jacobus NE shall be merged with and into the Surviving Entity, and the Surviving Entity shall be fully vested therewith. The separate existence of Jacobus, QF Technologies and Jacobus NE, except insofar as they may be continued by reason of the Wisconsin Statutes, shall cease upon this Plan of Merger becoming effective and thereupon Jacobus, QF Technologies, Jacobus NE and the Surviving Entity shall become a single entity.

3. The Articles of Organization of Energy in existence on the Effective Date shall be and remain the Articles of Organization of the Surviving Entity, which Articles of Organization shall be amended by deleting Article IV thereof and inserting in its place the following:

ARTICLE IV

Management of the limited liability company shall be vested in a manager or managers.

4. On the Effective Date of the merger, all of the issued and outstanding shares of common stock of Jacobus, and all of the issued and outstanding membership interests of QF Technologies and Jacobus NE, shall be deemed to be cancelled. The sole shareholder of Jacobus shall surrender to the Surviving Entity stock certificates of Jacobus representing shares of common stock of Jacobus in exchange for three thousand eight hundred (3,800) membership interests in Energy.

5. The Amended and Restated Operating Agreement of Energy as its exists on the Effective Date of the merger shall be further amended and restated in the form submitted to the Member of Energy as the Second Amended and Restated Operating Agreement, and the Second Amended and Restated Operating Agreement shall be and remain the operating agreement of the Surviving Entity until altered, amended or repealed as provided therein.

6. The Board of Directors of Energy prior to the merger shall, upon the Effective Date of the merger, be and remain the Board of Directors of the Surviving Entity. The Board of Directors shall be deemed to be the Manager of the Surviving Entity and the members of the Board of Directors shall hold office until the next annual meeting of the Members of the Surviving Entity and/or until their successors are duly elected and qualified.

7. The officers of Energy prior to the date of merger shall, upon the Effective Date of the merger, be and remain the officers of the Surviving Entity, and they shall hold office until their respective successors are duly elected and qualified.

8. This Plan of Merger shall become effective as of January 1, 2019 at 12:01 a.m. herein sometimes referred to as "Effective Date." On such Effective Date, the separate existence of Jacobus, QF Technologies and Jacobus NE shall cease and they shall be merged with and into Energy in accordance with the provisions of this Plan of Merger.

9. Notwithstanding anything contained herein to the contrary, this Plan of Merger may be terminated and abandoned by the respective Members of Energy, QF Technologies or Jacobus NE or by the Board of Directors of Jacobus at any time prior to the filing of the Articles of Merger with the Wisconsin Department of Financial Institutions, if the respective Members of Energy, QF Technologies or Jacobus NE or the Board of Directors of Jacobus should decide that it would not be in the best interest of the Surviving Entity. The respective Members of Energy, QF Technologies and Jacobus NE and the Board of Directors of Jacobus have determined that the merger would permit the Surviving Entity to realize operating economies and increased growth potential as well as other administrative and management efficiencies benefiting each entity and their respective owners.

10. Pending the completion of the merger, no dividend shall be paid or other distributions made to the holders of the membership interests of Energy, QF Technologies or Jacobus NE or to the holder of the common stock of Jacobus.

11. On the Effective Date, the Surviving Entity shall, without other transfer, succeed to and have all the rights, privileges, immunities and franchises and the Surviving Entity shall be subject to all the restrictions, disabilities and duties of Jacobus, QF Technologies and Jacobus

NE and all property, real, personal and mixed, and all debts due to Jacobus, QF Technologies and Jacobus NE on whatever account, including subscriptions for shares of stock or membership interests as well as other choses in actions shall be vested in the Surviving Entity; and all property, rights, privileges, powers, franchises and each and every other interest shall be thereafter as effectively the property of the Surviving Entity as they were of Jacobus, QF Technologies or Jacobus NE, respectively.

12. This merger shall constitute a tax-free contribution to a controlled corporation under Section 721 of the Internal Revenue Code of 1986, as amended, and corresponding provisions of the Wisconsin statutes.

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ARTICLES OF MERGER

Janel Bohn, Paralegal - jbohn@gklaw.com
Godfrey & Kahn, S.C.
833 E. Michigan Street, Suite 1800
Milwaukee, WI 53202

▲ Please provide an email or postal mailing address for the filed copy of the document.

Your phone number during the day: 414-273-3500

INSTRUCTIONS (Ref. Sec. 178.1123, 179.77, 180.11045, 180.1105, 181.1105, and 183.1204, Wis. Stats. for document content)

Please use BLACK ink. Submit one original to State of WI-Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, together with a check for the filing fee payable to the department. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, please visit www.wdfi.org/contact-us/ for current physical address). This document can be made available in alternate formats upon request to qualifying individuals with disabilities. The original must include an original manual signature. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 711 for TTY.

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 entity, and state of organization of each non-surviving party to the merger. Definitions of foreign entity types are set forth in ss. 178.0102(4)(5) & (6), 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.
 2. Enter the company name, type of entity, and state of organization of the surviving entity.
 3. Indicate whether or not the surviving entity is a Domestic or Foreign Corporation that is an indirect wholly owned subsidiary or parent. See sec. 180.11045(1)(b), Wis. Stats. for definition.
 4. This Article states the manner in which the Plan of Merger was approved. If the surviving entity is a domestic or foreign nonstock corporation, complete the CONTINGENCY STATEMENT. Append or attach the Plan of Merger. A Plan of Merger template is available on pages 3 & 4. Its use is optional.
 5. (Optional) If the merger is to take effect at a time other than the close of business on the day the articles of merger are delivered to the department for filing, state the effective date or date and time. An effective date may not be earlier than the date the document is delivered to the Department of Financial Institutions, nor a date more than 90 days after its delivery.
 6. Enter the date of execution and the name and title of the person signing the document. If, for example, the surviving entity is a domestic limited liability company, the Articles of Merger would be signed by a Member or Manager of the limited liability company; if the surviving entity is a corporation, by an officer of the corporation, etc.
- If the document is executed in Wisconsin, sec. 183.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.

DFI/CORP/2000(07/17)