

900477603 12/12/2018

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM501822

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Black Rock Coffee Bar, Inc.		12/04/2018	Corporation: OREGON
RECEIVING PARTY DATA			
Name:	Black Rock Coffee Bar, LLC		
Street Address:	16307 NE Cameron Blvd		
City:	Portland		
State/Country:	OREGON		
Postal Code:	97230		
Entity Type:	Limited Liability Company: OREGON —		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3489718	BLACK ROCK COFFEE BAR	
Registration Number:	5536708	FUEL YOUR STORY	
Serial Number:	88138439	FUEL YOUR STORY	
CORRESPONDENCE DATA			
Fax Number:	5035957301		
<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:	5035957300		
Email:	TrademarkDocket@allemanhall.com		
Correspondent Name:	Mark D. Alleman		
Address Line 1:	900 SW 5th Ave.		
Address Line 2:	Suite 2300		
Address Line 4:	Portland, OREGON 97204		
NAME OF SUBMITTER:	/Mark D. Alleman/		
SIGNATURE:	/Mark D. Alleman/		
DATE SIGNED:	12/12/2018		
Total Attachments: 2			
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OP \$90.00 3489718



Articles of Conversion - Business Entities

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200

FILED

DEC 04 2018

OREGON SECRETARY OF STATE

REGISTRY NUMBER: 436329-91

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1. Name of Business Entity Prior to Conversion: Black Rock Coffee Bar, Inc.

2. Type of Business Entity Prior to Conversion: Corporation

3. Name of Business Entity After Conversion: Black Rock Coffee Bar, LLC

4. Type of Business Entity After Conversion: Limited Liability Company

5. Will the converted entity have continued existence in Oregon? Yes [X] No []

6. If no, where will the jurisdiction be?

7. Select one of the following:

[] A copy of the plan of conversion is attached.

[X] Address where the plan of conversion is on file.

Address 616 NW Arizona Ave

City Bend State OR Zip Code 97703

A copy will be provided upon request to any owner, member or shareholder at no cost. Each party (as specified by the statute) to the conversion obtained authorization and approval in accordance with the statutes that govern the business entity.

8. Provide additional information required for new entity type. (Required)

See attached Articles of Organization.

9. Oregon Corporation and Limited Liability Company Requirement:

[] Oregon Corporations and Limited Liability Companies comply with House Bill 2191 by attaching an information change form that includes the Principal Place of Business and Individual with Direct Knowledge.

10. Execution: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

Signature: [Handwritten Signature]

Printed Name:

Title:

Jeffrey Hernandez

President

CONTACT NAME: (To resolve questions with this filing)

Luna Prado

PHONE NUMBER: (Include area code)

(503) 303-3112

FEES BLACK ROCK COFFEE BAR, LLC [Barcode] 43632991-19559228 CNV

TRADEMARK

REEL: 006520 FRAME: 0079



Articles of Organization - Limited Liability Company

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200

REGISTRY NUMBER: 436329-91

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Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1. NAME OF LIMITED LIABILITY COMPANY: (Must contain the words "Limited Liability Company" or the abbreviations "LLC" or "L.L.C.")

Black Rock Coffee Bar, LLC

2. DURATION: (Please check one.)

- Duration shall be perpetual.
Latest date upon which the Limited Liability Company is to dissolve is

3. PRINCIPAL OFFICE: (Must be a physical street address)

616 NW Arizona Ave
Bend, OR 97703

4. REGISTERED AGENT: (Individual or entity that will accept legal service for this business)

HL Oregon, LLC

5. REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS: (Must be an Oregon Street Address, which is identical to the registered agent's office.)

1331 NW Lovejoy St, Ste 950
Portland, OR 97209

6. ADDRESS WHERE THE DIVISION MAY MAIL NOTICES:

1331 NW Lovejoy St, Ste 950
Portland, OR 97209

7. HOW WILL THIS LIMITED LIABILITY COMPANY BE MANAGED?

- This LLC will be member-managed by one or more members.
This LLC will be manager-managed by one or more managers.

8. IF RENDERING A LICENSED PROFESSIONAL SERVICE OR SERVICES, DESCRIBE THE SERVICE(S) BEING RENDERED: ORS 58.015(5)(m)

9. OPTIONAL PROVISIONS: (Attach a separate sheet if necessary.)

- BENEFIT COMPANY: The Limited Liability Company is a benefit company subject to sections 1 to 11 of chapter 269, Oregon Laws 2013. (additional requirements apply)
INDEMNIFICATION: The company elects to indemnify its members, managers, employees, agents for liability and related expenses under ORS 63.160 - 63.170.
SEE ATTACHED

10. NAME AND ADDRESS OF EACH PERSON WHO IS FORMING THIS BUSINESS: (ORGANIZER)

Jeffrey Hernandez
616 NW Arizona Ave
Bend, OR 97703

LIST MEMBERS AND/OR MANAGERS NAMES AND ADDRESSES (MAY BE REQUIRED BY YOUR BANK)

11. OWNERS: (MEMBERS) (Names and Addresses)

Black Rock Coffee Holdings, LLC
616 NW Arizona Ave
Bend, OR 97703

12. MANAGERS: (MANAGERS) (Names and Addresses)

13. INDIVIDUAL WITH DIRECT KNOWLEDGE (Name and Address) List the name and address of at least one individual who is a member or manager of the LLC or an authorized representative with direct knowledge of the operations and business activities of the LLC.

Jeffrey Hernandez
616 NW Arizona Ave
Bend, OR 97703

14. EXECUTION/SIGNATURE OF EACH PERSON WHO IS FORMING THIS BUSINESS: (Organizer)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any members, managers, employees or agents of the limited liability company. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

SIGNATURE:

[Handwritten Signature]

PRINTED NAME:

Jeffrey Hernandez

TITLE:

Chief Executive Officer

CONTACT NAME: (To resolve questions with this filing)

Luna Prado

PHONE NUMBER: (Include area code)

(503) 303-3112

Articles of Organization - Limited Liability Company 11/17

FEES

Required Processing Fee \$100

Processing Fees are nonrefundable. Please make check payable to "Corporation Division".

Free copies are available at sos.oregon.gov/business using the Business Name Search program.

TRADEMARK

RECORDED: 12/12/2018

REEL: 006520 FRAME: 0080