

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM539306

| | | | |
|---|--|-----------------------|--------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| BLACKHAWK MODIFICATIONS, INC (NEVADA CORPORATION) | | 04/22/2008 | Corporation: |
| RECEIVING PARTY DATA | | | |
| Name: | BLACKHAWK MODIFICATIONS, INC (TEXAS CORPORATION) | | |
| Street Address: | 7601 KARL MAY DRIVE | | |
| City: | WACO | | |
| State/Country: | TEXAS | | |
| Postal Code: | 76708 | | |
| Entity Type: | Corporation: TEXAS | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3645535 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2542977301 | | |
| <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: | 254-297-7300 | | |
| Email: | CHAMNESS@PAKISLAW.COM | | |
| Correspondent Name: | RODNEY A. CHAMNESS | | |
| Address Line 1: | P.O. BOX 58 | | |
| Address Line 4: | WACO, TEXAS 76703-0058 | | |
| NAME OF SUBMITTER: | RODNEY A. CHAMNESS | | |
| SIGNATURE: | /RODNEY A. CHAMNESS/ | | |
| DATE SIGNED: | 09/04/2019 | | |
| Total Attachments: 19 | | | |
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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: Blackhawk Modifications, Inc.
Serial Number: 77339230
Registration Number: 3645535

CLARIFICATION OF NAME AND OWNERSHIP

Registrant submits the following as an attachment to Registrant's recording of assignment with the Assignment Services Branch of the United States Patent and Trademark Office (the "*Office*").

I. REMARKS

Registrant was previously required to respond to an April 30, 2015 Office Action to establish current ownership of the registration and complete the Sections 8 and 15 Combined Affidavit. Registrant was given two options to satisfy the chain of title requirement: (1) recording the appropriate documents with the Assignment Services Branch of the Office; or (2) submitting actual evidence showing the transfer of title to the party who filed the Combined Affidavit. Registrant responded on June 12, 2015 by submitting actual evidence showing the transfer of title to the party who filed the Combined Affidavit. The Office provided acceptance of Registrant's actions by issuing the Notice of Acceptance/Acknowledgement Sections 8 and 15 on June 19, 2015. However, ownership of the registration has not been updated in the Office's records at this time. Registrant has changed its name from **BLACKHAWK MODIFICATIONS, INC (NEVADA CORPORATION)** to **BLACKHAWK MODIFICATIONS, INC (TEXAS CORPORATION)** by and through a conversion from a Nevada corporation to a Texas corporation.

For the reasons set forth below, Registrant respectfully requests the chain of title be updated in the Office's records to show current ownership of the registration by **BLACKHAWK MODIFICATIONS, INC (TEXAS CORPORATION)**.

The original filing date for the mark was November 28, 2007. At the time of filing, Registrant's name was shown as **BLACKHAWK MODIFICATIONS, INC (NEVADA CORPORATION)** ("*Nevada Corporation*"). Nevada Corporation was originally incorporated through the Secretary of State for the State of Nevada. Subsequent to filing the mark in 2007, Nevada Corporation determined it was in the best interest of the corporation to convert to a Texas corporation. Nevada Corporation created a Plan of Conversion on April 22, 2008, as shown in the attached Exhibit "A," incorporated herein for all purposes. This Plan of Conversion was adopted and approved by the board of directors and shareholders of Nevada Corporation, pursuant to Chapter 92A of the Revised Nevada Statutes (the "*RNS*") and Chapter 10, subchapter C, of the Texas Business Organizations Code (the "*TBOC*"). TBOC § 10.106 provides the general effect of a conversion in Texas and is attached as Exhibit "B," incorporated herein for all purposes. All rights, title, and interests to all property owned by the converting entity continues to be owned...by the converted entity in the new organizational form without reversion or impairment, further act or deed, or any transfer or assignment having occurred. TBOC § 10.106(2). RNS § 92A.250(3) provides the general effect of a conversion for a Nevada entity and is attached as Exhibit "C," incorporated herein for all purposes. When a conversion takes effect...the title to all real estate and other property owned by the constituent entity is vested in the resulting entity without reversion or impairment. RNS § 92A.250(3)(c).

Pursuant to the Plan of Conversion, Nevada Corporation was converted into Blackhawk Modifications, Inc., a Texas corporation ("*Texas Corporation*"). By operation of the Plan of Conversion, Texas law under the TBOC, and Nevada law under the RNS, all property owned by Nevada Corporation became property owned by Texas Corporation once the conversion was completed. The Nevada Secretary of State provided an acknowledgement of all required filings on May 8, 2008 and is attached as Exhibit "D," incorporated herein for all purposes.

Because Nevada Corporation converted to Texas Corporation, it was necessary and appropriate to file Registrant's Sections 8 & 15 Combined Affidavit as **BLACKHAWK MODIFICATIONS, INC (TEXAS CORPORATION)** to reflect the current name and location of Registrant. Because the Office's records have not yet been updated to show Texas Corporation as the current owner of the mark, Texas Corporation now files this change of ownership with the Assignment Services Branch of the Office. The Certificate of Fact from the Texas Office of the Secretary of State is attached as Exhibit "E," incorporated herein for all purposes, and certifies that the Certificate of Conversion was filed on April 24, 2008 and that Texas Corporation is in existence.

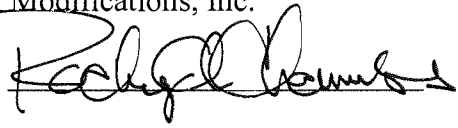
Registrant now submits this information with the Assignment Services Branch of the Office to clarify its name and ownership of the registration. Registrant has previously chosen to submit actual evidence of ownership directly to Examining Attorney and has provided copies of the actual documents. Additionally, Registrant has provided associated Texas and Nevada statutes that address the continued ownership of corporate property subject to a conversion.

Based on the above remarks, Registrant respectfully requests the chain of title be updated in the Office's records to show current ownership of the registration by **BLACKHAWK MODIFICATIONS, INC (TEXAS CORPORATION)**.

Respectfully submitted,

Blackhawk Modifications, Inc.

Dated: August 28, 2019

By: 

Rodney A. Chamness
Attorney for Registrant

Pakis, Giotes, Page & Burleson, P.C.
P.O. Box 58
Waco, TX 76703-0058
Telephone: (254) 297-7300
Facsimile: (254) 297-7301

Plan of Conversion Nevada Corporation to Texas Corporation

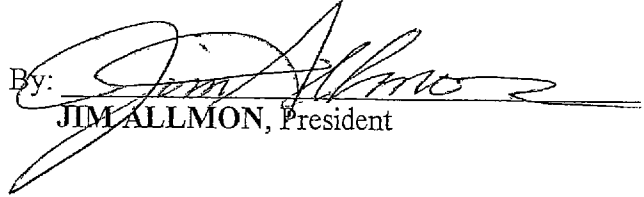
This Plan of Conversion (the "Plan") is adopted and approved by the board of directors and shareholders of **BLACKHAWK MODIFICATIONS, INC.**, a Nevada corporation, pursuant to Chapter 92A of the Revised Nevada Statutes ("NRS") and Chapter 10, subchapter C, of the Texas Business Organizations Code (the "BOC").

1. The name of the converting entity is **BLACKHAWK MODIFICATIONS, INC.**, a Nevada corporation.
2. The name of the converted entity is **BLACKHAWK MODIFICATIONS, INC.**, a Texas corporation.
3. The converting entity is continuing its existence in the organizational form of the converted entity.
4. The converted entity will be a corporation formed under the laws of the state of Texas.
5. The manner and basis of converting the shares of capital stock of the converting entity into shares of capital stock of the converted entity are as follows:
 - a. On the effectiveness of the conversion under this Plan, each outstanding share of common stock of the converting entity will be converted into one share of common stock of the converted entity.
 - b. On the effectiveness of the conversion under this Plan, (1) the shareholders of the converting entity will deliver the stock certificates representing all shares of common stock that were outstanding immediately before the conversion to the converted entity in exchange for stock certificates of the converted entity representing the same numbers of shares of common stock of the converted entity, issued to the same shareholders, and (2) the old stock certificates of the converting entity will no longer represent any outstanding shares of common stock or any ownership of the converted entity.
6. The certificate of formation of the converted entity is attached hereto as Exhibit "B".
7. The conversion will be effective as of the filing of a corresponding certificate of conversion with the Secretary of State of Texas under section 10.155(a) of the BOC, and with the Secretary of State of Nevada under NRS section 92A.205.
8. In accordance with the requirements of the NRS and the BOC, a copy of this Plan will be maintained in the records of the converting entity and of the converted entity, and a copy of this Plan will be provided without charge, on written request, to any shareholder of the converting entity before the conversion is effective or to any shareholder of the converted entity after the conversion is effective.

Dated: April 22, 2008.

CONVERTING ENTITY:

BLACKHAWK MODIFICATIONS, INC.

By: 
JIM ALLMON, President

Tex. Business Organizations Code § 10.106

This document is current through the 2013 3rd Called Session

Texas Statutes and Codes > BUSINESS ORGANIZATIONS CODE > TITLE 1. GENERAL PROVISIONS > CHAPTER 10. MERGERS, INTEREST EXCHANGES, CONVERSIONS, AND SALES OF ASSETS > SUBCHAPTER C. CONVERSIONS

§ 10.106. General Effect of Conversion

When a conversion takes effect:

- (1) the converting entity continues to exist without interruption in the organizational form of the converted entity rather than in the organizational form of the converting entity;
- (2) all rights, title, and interests to all property owned by the converting entity continues to be owned, subject to any existing liens or other encumbrances on the property, by the converted entity in the new organizational form without:
 - (A) reversion or impairment;
 - (B) further act or deed; or
 - (C) any transfer or assignment having occurred;
- (3) all liabilities and obligations of the converting entity continue to be liabilities and obligations of the converted entity in the new organizational form without impairment or diminution because of the conversion;
- (4) the rights of creditors or other parties with respect to or against the previous owners or members of the converting entity in their capacities as owners or members in existence when the conversion takes effect continue to exist as to those liabilities and obligations and may be enforced by the creditors and obligees as if a conversion had not occurred;
- (5) a proceeding pending by or against the converting entity or by or against any of the converting entity's owners or members in their capacities as owners or members may be continued by or against the converted entity in the new organizational form and by or against the previous owners or members without a need for substituting a party;
- (6) the ownership or membership interests of the converting entity that are to be converted into ownership or membership interests of the converted entity as provided in the plan of conversion are converted as provided by the plan, and if the converting entity is a domestic entity, the former owners or members of the domestic entity are entitled only to the rights provided in the plan of conversion or a right of dissent and appraisal under this code;
- (7) if, after the conversion takes effect, an owner or member of the converted entity as an owner or member is liable for the liabilities or obligations of the converted entity, the owner or member is liable for the liabilities and obligations of the converting entity that existed before the conversion took effect only to the extent that the owner or member:
 - (A) agrees in writing to be liable for the liabilities or obligations;
 - (B) was liable, before the conversion took effect, for the liabilities or obligations; or
 - (C) by becoming an owner or member of the converted entity, becomes liable under other applicable law for the existing liabilities and obligations of the converted entity; and
- (8) if the converted entity is a non-code organization, the converted entity is considered to have:
 - (A) appointed the secretary of state in this state as its agent for service of process in a proceeding to enforce any obligation or the rights of dissenting owners or members of the converting domestic entity; and

Lee Allgood

Tex. Business Organizations Code § 10.106

- (B) agreed that the converted entity will promptly pay the dissenting owners or members of the converting domestic entity the amount, if any, to which they are entitled under this code.

History

Enacted by *Acts 2003, 78th Leg., ch. 182 (H.B. 1156)*, § 1, effective January 1, 2006.

Annotations

Notes

Revisor's Notes. —

No substantive change is intended, except as described in the revisor's note to Section 10.101.

Case Notes

Contracts Law: Types of Contracts: Guaranty Contracts
Mergers & Acquisitions Law: Liabilities & Rights of Successors: General Overview
Mergers & Acquisitions Law: Liabilities & Rights of Successors: Mere Continuation

LexisNexis (R) Notes

Contracts Law: Types of Contracts: Guaranty Contracts

1. Guarantors who agreed to be liable for the debts of a limited liability corporation were liable for the debts of its successor pursuant to the articles of conversion and *Tex. Bus. Org. Code Ann. §§ 10.103 and 10.106*; the LLC continued to exist in the organizational form of its successor. *Wasserberg v. Flooring Servs. of Tex., Llc*, 376 S.W.3d 202, 2012 Tex. App. LEXIS 5927 (Tex. App. Houston 14th Dist. 2012).
2. Trial court properly granted a partial summary judgment for a corporation in a suit it brought against a shareholder, as a guarantor, to enforce the terms of the guaranty agreement where the corporation had amended its name twice and changed the form of its business, but it properly showed to the trial court that it was the same entity as its predecessor and the shareholder was liable. *Lee v. Martin Marietta Materials Southwest, Ltd.*, 141 S.W.3d 719, 2004 Tex. App. LEXIS 5502 (Tex. App. San Antonio 2004).

Mergers & Acquisitions Law: Liabilities & Rights of Successors: General Overview

3. Employer did not cease to exist upon conversion from a corporation to a LLC. as the converted entity, the LLC could enforce an arbitration agreement under *Tex. Bus. Orgs. Code Ann. § 10.106(3)* to the extent that the parties formed an agreement. *Gunda Corp., LLC v. Yazhari*, 2013 Tex. App. LEXIS 1040 (Tex. App. Houston 14th Dist. Feb. 5 2013).

Mergers & Acquisitions Law: Liabilities & Rights of Successors: Mere Continuation

4. Guarantors who agreed to be liable for the debts of a limited liability corporation were liable for the debts of its successor pursuant to the articles of conversion and *Tex. Bus. Org. Code Ann. §§ 10.103 and 10.106*; the LLC continued to exist in the organizational form of its successor. *Wasserberg v. Flooring Servs. of Tex., Llc*, 376 S.W.3d 202, 2012 Tex. App. LEXIS 5927 (Tex. App. Houston 14th Dist. 2012).

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Nev. Rev. Stat. Ann. § 92A.250

This document is current through the Seventy-Seventh Regular Session (2013) and the Twenty-Eighth Special Session (2014)

Nevada Revised Statutes Annotated > Title 7. Business Associations; Securities; Commodities.
> Chapter 92A. Mergers, Conversions, Exchanges and Domestications. > **Authority, Procedure and Effect**

92A.250. Effect of merger, conversion or exchange.

1. When a merger takes effect:
 - (a) Every other entity that is a constituent entity merges into the surviving entity and the separate existence of every entity except the surviving entity ceases;
 - (b) The title to all real estate and other property owned by each merging constituent entity is vested in the surviving entity without reversion or impairment;
 - (c) The surviving entity has all of the liabilities of each other constituent entity;
 - (d) A proceeding pending against any constituent entity may be continued as if the merger had not occurred or the surviving entity may be substituted in the proceeding for the entity whose existence has ceased;
 - (e) The articles of incorporation, articles of organization, certificate of limited partnership or certificate of trust of the surviving entity are amended to the extent provided in the plan of merger; and
 - (f) The owner's interests of each constituent entity that are to be converted into owner's interests, obligations or other securities of the surviving or any other entity or into cash or other property are converted, and the former holders of the owner's interests are entitled only to the rights provided in the articles of merger or any created pursuant to NRS 92A.300 to 92A.500, inclusive.
2. When an exchange takes effect, the owner's interests of each acquired entity are exchanged as provided in the plan, and the former holders of the owner's interests are entitled only to the rights provided in the articles of exchange or any rights created pursuant to NRS 92A.300 to 92A.500, inclusive.
3. When a conversion takes effect:
 - (a) The constituent entity is converted into the resulting entity and is governed by and subject to the law of the jurisdiction of the resulting entity;
 - (b) The conversion is a continuation of the existence of the constituent entity;
 - (c) The title to all real estate and other property owned by the constituent entity is vested in the resulting entity without reversion or impairment;
 - (d) The resulting entity has all the liabilities of the constituent entity;
 - (e) A proceeding pending against the constituent entity may be continued as if the conversion had not occurred or the resulting entity may be substituted in the proceeding for the constituent entity;
 - (f) The owner's interests of the constituent entity that are to be converted into the owner's interests of the resulting entity are converted;
 - (g) An owner of the resulting entity remains liable for all the obligations of the constituent entity to the extent the owner was personally liable before the conversion; and
 - (h) The domestic constituent entity is not required to wind up its affairs, pay its liabilities, distribute its assets or dissolve, and the conversion is not deemed a dissolution of the domestic constituent entity.

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Nev. Rev. Stat. Ann. § 92A.250

History

1995, ch. 586, § 33, p. 2085; 1999, ch. 357, § 182, p. 1630; 2001, ch. 296, § 133, p. 1413; 2001, ch. 601, § 59, p. 3199.

Annotations

NOTES TO DECISIONS

Cited in:

Cohen v. Mirage Resorts, Inc., 119 Nev. 1, 62 P.3d 720, 2003 Nev. LEXIS 1 (2003); HD Supply Facilities Maint., Ltd. v. Bymoen, 210 P.3d 183, 2009 Nev. LEXIS 27 (2009).

Nevada Revised Statutes Annotated
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Lee Allgood

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

May 8, 2008

Job Number: C20080501-1724
Reference Number: 00001843659-26
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

| Document Number(s) | Description | Number of Pages |
|--------------------|-------------|------------------|
| 20080273230-37 | Convert Out | 7 Pages/1 Copies |



Respectfully,

ROSS MILLER
Secretary of State

By

Certification Clerk

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

EXHIBIT "D"

TRADEMARK
REEL: 006735 FRAME: 0772



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

| | |
|--|---|
| Filed in the office of Ross Miller Secretary of State State of Nevada | Document Number 20080273230-37 |
| | Filing Date and Time 04/22/2008 8:00 AM |
| | Entity Number C12193-1999 |

Articles of Conversion
(PURSUANT TO NRS 92A.205)
Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion
(Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Blackhawk Modifications, Inc.
Name of constituent entity

Nevada
Jurisdiction

Corporation
Entity type *

and,

Blackhawk Modifications, Inc.
Name of resulting entity

Texas
Jurisdiction

Corporation
Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State Form AM Conversion page 1 2007
Revised on: 01/01/07

EXHIBIT "D"

TRADEMARK
REEL: 006735 FRAME: 0773



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

Articles of Conversion
(PURSUANT TO NRS 92A.205)
Page 2

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: Jim Allmon
c/o: 7601 Karl May Dr.
Waco, Texas 76708

5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240) *:

6. Signatures - must be signed by:

- 1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or all the members if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a.; general partnership governed by NRS chapter 87).
- 2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Blackhawk Modifications, Inc.
Name of constituent entity

X *[Signature]*
Signature

President
Title

April 22, 2008
Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

Filing Fee \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State Form AM Conversion page 2 2007
Revised on: 01/01/07

EXHIBIT "D"

TRADEMARK
REEL: 006735 FRAME: 0774

Plan of Conversion Nevada Corporation to Texas Corporation

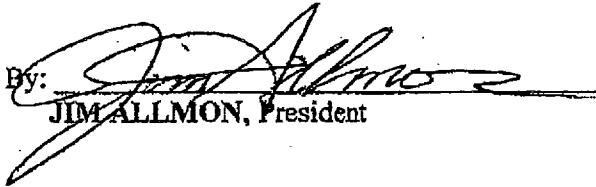
This Plan of Conversion (the "Plan") is adopted and approved by the board of directors and shareholders of **BLACKHAWK MODIFICATIONS, INC.**, a Nevada corporation, pursuant to Chapter 92A of the Revised Nevada Statutes ("NRS") and Chapter 10, subchapter C, of the Texas Business Organizations Code (the "BOC").

1. The name of the converting entity is **BLACKHAWK MODIFICATIONS, INC.**, a Nevada corporation.
2. The name of the converted entity is **BLACKHAWK MODIFICATIONS, INC.**, a Texas corporation.
3. The converting entity is continuing its existence in the organizational form of the converted entity.
4. The converted entity will be a corporation formed under the laws of the state of Texas.
5. The manner and basis of converting the shares of capital stock of the converting entity into shares of capital stock of the converted entity are as follows:
 - a. On the effectiveness of the conversion under this Plan, each outstanding share of common stock of the converting entity will be converted into one share of common stock of the converted entity.
 - b. On the effectiveness of the conversion under this Plan, (1) the shareholders of the converting entity will deliver the stock certificates representing all shares of common stock that were outstanding immediately before the conversion to the converted entity in exchange for stock certificates of the converted entity representing the same numbers of shares of common stock of the converted entity, issued to the same shareholders, and (2) the old stock certificates of the converting entity will no longer represent any outstanding shares of common stock or any ownership of the converted entity.
6. The certificate of formation of the converted entity is attached hereto as Exhibit "B".
7. The conversion will be effective as of the filing of a corresponding certificate of conversion with the Secretary of State of Texas under section 10.155(a) of the BOC, and with the Secretary of State of Nevada under NRS section 92A.205.
8. In accordance with the requirements of the NRS and the BOC, a copy of this Plan will be maintained in the records of the converting entity and of the converted entity, and a copy of this Plan will be provided without charge, on written request, to any shareholder of the converting entity before the conversion is effective or to any shareholder of the converted entity after the conversion is effective.

Dated: April 22, 2008.

CONVERTING ENTITY:

BLACKHAWK MODIFICATIONS, INC.

By: 
JIM ALLMON, President

**Form 201
(Revised 1/06)**

This space reserved for office use.



Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: \$300

**Certificate of Formation
For-profit Corporation**

Article 1 - Entity Name and Type

The filing entity being formed is a for-profit corporation. The name of the entity is:

BLACKHAWK MODIFICATIONS, INC.

The name must contain the word "corporation," "company," "incorporated," "limited" or an abbreviation of one of these terms.

Article 2 - Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

JIM **ALLMON**
First Name M.I. Last Name Suffix

C. The business address of the registered agent and the registered office address is:

7601 KARL MAY DRIVE **WACO** **TX** **76708**
Street Address City State Zip Code

Article 3 - Directors

The number of directors constituting the initial board of directors and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

| Director | | | | |
|----------------------------------|-------------|------------------|-----------------|----------------|
| JIM | | ALLMON | | |
| <i>First Name</i> | <i>M.I.</i> | <i>Last Name</i> | <i>Suffix</i> | |
| 7601 KARL MAY DRIVE | WACO | TX | 76708 | USA |
| <i>Street or Mailing Address</i> | <i>City</i> | <i>State</i> | <i>Zip Code</i> | <i>Country</i> |

EXHIBIT "B"

EXHIBIT "D"

**TRADEMARK
REEL: 006735 FRAME: 0777**

| | | | | |
|----------------------------------|-------------|------------------|-----------------|----------------|
| Director 2 | | | | |
| DALE | | GRIFFIN | | |
| <i>First Name</i> | <i>M.I.</i> | <i>Last Name</i> | <i>Suffix</i> | |
| 6 WINDERMERE LANE | HOUSTON | TX | 77063 | USA |
| <i>Street or Mailing Address</i> | <i>City</i> | <i>State</i> | <i>Zip Code</i> | <i>Country</i> |

| | | | | |
|----------------------------------|-------------|------------------|-----------------|----------------|
| Director | | | | |
| MATT | | SHIEMAN | | |
| <i>First Name</i> | <i>M.I.</i> | <i>Last Name</i> | <i>Suffix</i> | |
| 30 BIRKDALE PLACE | MORAGA | CA | 94556 | USA |
| <i>Street or Mailing Address</i> | <i>City</i> | <i>State</i> | <i>Zip Code</i> | <i>Country</i> |

Authorized Shares
 (Provide the number of shares in the space below; then select one of the options below.)

The total number of shares the corporation is authorized to issue is: 1,000,000

A. The par value of each of the authorized shares is: _____
 OR

B. The shares shall have no par value.

If the shares are to be divided into classes, you must set forth the designation of each class, the number of shares of each class, the par value (or statement of no par value), and the preferences, limitations, and relative rights of each class in the space provided for supplemental information on this form.

Articles of Purpose

The purpose for which the corporation is formed is for the transaction of any and all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code.

Supplemental Provisions Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

No governing person of the corporation will be liable to the corporation or its shareholders for monetary damages for an act or omission in the governing person's capacity as a governing person; provided, however, there shall be no elimination or limitation of liability of a governing person for those acts specified in Section 7.001(c) of the Texas Business Organizations Code (the "Code"). To the extent permitted or mandated by Chapter 8 of the Code, the corporation shall provide indemnification and/or reimbursement to or for any governing person, former governing person or delegate.

Organizer

The name and address of the organizer:

JIM ALLMON

Name

7601 KARL MAY DRIVE

WACO

TX

76708

Street or Mailing Address

City

State

Zip Code

Effectiveness of Filing

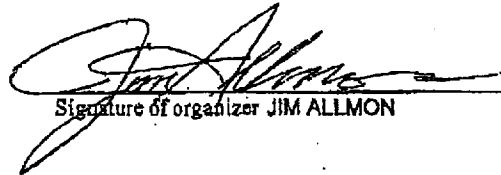
- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: April 22, 2008



Signature of organizer JIM ALLMON



Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for Blackhawk Modifications, Inc. (file number 800969826), a Domestic For-Profit Corporation, was filed in this office on April 24, 2008.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 28, 2019.



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

Ruth R. Hughs
Secretary of State

EXHIBIT "E"