

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM564729

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Shibumi Shade, LLC		01/01/2020	Limited Liability Company: NORTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Shibumi Shade, Inc.		
<b>Street Address:</b>	614 Holden St		
<b>City:</b>	Raleigh		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	27604		
<b>Entity Type:</b>	Corporation: NORTH CAROLINA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88555264	SHIBUMI	
<b>Serial Number:</b>	88555273	SHIBUMI SHADE	
<b>Serial Number:</b>	88555287	SHIBUMI	
<b>Serial Number:</b>	88555293	SHIBUMI	
<b>Serial Number:</b>	88575195		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9195785693		
<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>			
<b>Phone:</b>	9195785693		
<b>Email:</b>	lyle.gravatt@forrestfirm.com		
<b>Correspondent Name:</b>	William Lyle Gravatt		
<b>Address Line 1:</b>	406 Blackwell Street, Suite 420		
<b>Address Line 4:</b>	Durham, NORTH CAROLINA 27701		
<b>NAME OF SUBMITTER:</b>	William Lyle Gravatt		
<b>SIGNATURE:</b>	/William Lyle Gravatt/		
<b>DATE SIGNED:</b>	03/02/2020		
<b>Total Attachments: 2</b>			
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**SHIBUMI SHADE, INC.**

**ARTICLES OF INCORPORATION  
INCLUDING ARTICLES OF CONVERSION**

Pursuant to § 55-2-02 and § 55-11A-03 of the General Statutes of North Carolina, the undersigned converting business entity does hereby submit these Articles of Incorporation Including Articles of Conversion (the “**Articles**”) for the purpose of forming a North Carolina business corporation:

1. The name of the resulting corporation is Shibumi Shade, Inc. (the “**Corporation**”). The Corporation is being formed pursuant to a conversion of another business entity.

2. The name of the converting business entity is SHIBUMI SHADE, LLC, and the organization and internal affairs of the converting business entity are governed by the laws of the State of North Carolina. A plan of conversion has been approved by the converting business entity as required by law.

3. The converting business entity is a domestic limited liability company.

4. The number of shares the Corporation is authorized to issue is Nine Hundred Thousand (900,000). The shares shall be all of one class, designated as common stock, no par value per share.

5. The street address and county of the initial registered office of the Company in North Carolina is Wells Fargo Capitol Center, 150 Fayetteville Street, Suite 2300, Raleigh, Wake County, North Carolina 27601, and the mailing address and county of the initial registered office of the Company in North Carolina is P.O. Box 2611, Raleigh, Wake County, North Carolina 27602.

6. The name of the initial registered agent is Merrill M. Mason.

7. The number of directors constituting the board of directors may be fixed by the Bylaws of the Corporation.

8. No director of the Corporation shall have personal liability arising out of an action whether by or in the right of the Corporation or otherwise for monetary damages for breach of any duty as a director; provided, however, that the foregoing shall not limit or eliminate the personal liability of a director with respect to (i) acts or omissions that such director at the time of such breach knew or believed were clearly in conflict with the best interests of the Corporation, (ii) any liability under Section 55-8-33 of the North Carolina General Statutes or any successor provision, (iii) any transaction from which such director derived an improper personal benefit, or (iv) acts or omissions occurring prior to the date of the effectiveness of this Article. As used in this Article, the term “improper personal benefit” does not include a director’s reasonable compensation or other reasonable incidental benefit for or on account of his or her services as a director, officer, employee, independent contractor, attorney, or consultant of the Corporation.

Furthermore, notwithstanding the foregoing provision, in the event that Section 55-2-02 or any other provision of the North Carolina General Statutes is amended or enacted to permit further

limitation or elimination of the personal liability of directors, the personal liability of the Corporation's directors shall be limited or eliminated to the fullest extent permitted by the applicable law.

This Article shall not affect a provision permitted under the North Carolina General Statutes in the Articles, bylaws or contract or resolution of the Corporation indemnifying or agreeing to indemnify a director against personal liability. Any repeal or modification of this Article shall not adversely affect any limitation hereunder on the personal liability of the director with respect to acts or omissions occurring prior to such repeal or modification.

9. The provisions of Article 9 and Article 9A of the North Carolina Business Corporation Act, entitled "The North Carolina Shareholder Protection Act" and "The North Carolina Control Share Acquisition Act," respectively, shall not be applicable to the Corporation.

10. To the full extent then permitted by the North Carolina Business Corporation Act as it may be amended from time to time, any action which is required or permitted to be taken at a meeting of the shareholders may be taken by written consent without a meeting and without prior notice 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 shares entitled to vote thereon were present and voted. Such signed and dated written consent must be filed with the Secretary of the Corporation to be kept in the corporate minute book, whether done before or after the action so taken, but in no event later than sixty (60) days after the earliest dated consent delivered in accordance with this section. Delivery made to the Secretary of the Corporation shall be by hand or by certified or registered mail, return receipt requested. When corporate action is taken without a meeting by less than unanimous written consent, notice shall be given to those shareholders who have not consented in writing within ten (10) days after such action is taken. A shareholders' consent to action taken without meeting may be in electronic form and delivered by electronic means.

Notwithstanding the provisions of Section 55-7-04(d) of the General Statutes of North Carolina, the Corporation is not required to give the shareholders written notice of the proposed action at least ten (10) days before the action is taken in the event that shareholder approval is required for (i) an amendment to the Articles; (ii) a plan of merger or share exchange; (iii) a plan of conversion; (iv) the sale, lease, exchange, or other disposition of all, or substantially all, of the Corporation's property; or (v) a proposal for dissolution, and the approval is to be obtained through action without meeting.

11. The name and address of the incorporator is Merrill M. Mason, Wells Fargo Capitol Center, 150 Fayetteville Street, Suite 2300, Raleigh, Wake County, North Carolina 27601.

12. These Articles will be effective January 1, 2020.

This the 27th day of December, 2019.



Merrill M. Mason, Incorporator