

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM564989

<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>
Maverik, Inc		06/30/2016	Corporation: WYOMING
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Maverik, Inc.		
<b>Street Address:</b>	185 S. State Street, Suite 800		
<b>City:</b>	Salt Lake City		
<b>State/Country:</b>	UTAH		
<b>Postal Code:</b>	84111		
<b>Entity Type:</b>	Corporation: UTAH		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5837200	MAVERIK	
<b>Registration Number:</b>	3297185	MAVERIK	
<b>Registration Number:</b>	5837194	ADVENTURE'S FIRST STOP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8013281707		
<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>	801-533-9800		
<b>Email:</b>	lbateman@wnlaw.com		
<b>Correspondent Name:</b>	David B. Dellenbach		
<b>Address Line 1:</b>	60 East South Temple, Suite 1000		
<b>Address Line 4:</b>	Salt Lake City, UTAH 84111		
<b>ATTORNEY DOCKET NUMBER:</b>	21067.4		
<b>NAME OF SUBMITTER:</b>	David B. Dellenbach		
<b>SIGNATURE:</b>	/David B. Dellenbach/		
<b>DATE SIGNED:</b>	03/03/2020		
<b>Total Attachments: 13</b>			
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**Ed Murray**  
**Wyoming Secretary of State**  
 2020 Carey Avenue, Suite 700  
 Cheyenne, WY 82002-0020  
 Ph. 307.777.7311  
 Fax 307.777.5339  
 Email: [Business@wyo.gov](mailto:Business@wyo.gov)

Ed Murray, WY Secretary of State  
 FILED: 07/22/2016 09:02 AM  
 Original ID: 1980-000080059  
 Amendment ID: 2016-001930311

**Profit Corporation  
 Application for Certificate of Transfer**

Pursuant to W.S. 17-16-1720 the undersigned corporation hereby applies for a Certificate of Transfer from the state of Wyoming.

1. Corporation name:

Maverik, Inc.

2. The name by which the corporation will be known in the foreign jurisdiction:  
*(Leave this portion blank if no change is being made to the name.)*

3. It hereby requests a Certificate of Transfer from the state of Wyoming, and wishes to become incorporated under the laws of the state or nation of:

Utah

4. Name and address of the proper officer of the new state or nation.  
*(This office shall immediately transmit a notice of issuance of a certificate of transfer to the proper officer of the jurisdiction to which the profit corporation is transferred.)*

Recipient: David Hancock

Office Address: 185 S. State Street, Suite 800  
 Salt Lake City, Utah 84111

5. The corporation shall maintain within the State of Wyoming an agent for service of process for at least one (1) year after the transfer is effected. The address of such registered office in Wyoming, and the name of the registered agent at that address is:


Name: Corporation Service Company

Address: 1821 Logan Avenue  
 Cheyenne, Wyoming 82001


*(If mail is received at a Post Office Box, please list above in addition to the physical address.)*

Filed  
 07/22/2016  
 Wyoming Secretary of State

6. Certifications. The following certifications must be completed in order for the Certificate of Transfer to be valid. The signatory executing the document must initial next to each line.

 The corporation shall surrender its certificate of incorporation under this act upon the effectiveness of the transfer.

 The transfer was duly approved by the directors and the shareholders - see W.S. 17-16-1720(g).

 I hereby certify that I have attached a copy of the corporate resolution authorizing the transfer of the profit corporation from the state of Wyoming to the new jurisdiction.

7. Any other terms and conditions of the transfer.

The corporation desires to update both the Principal Office and Mailing Address as follows:

185 S. State Street, Suite 800  
Salt Lake City, Utah 84111

Signature:   
(Shall be executed by Chairman of the Board, President or another its officers.)

Date: 6/30/16  
(mm/dd/yyyy)

Print Name: Brett H. Bailey

Contact Person: Tom Schofield

Title: Secretary

Daytime Phone Number: (801) 624-1575

Email: tom.schofield@fjmgmt.com

(Email provided will receive filing evidence)  
\*May list multiple email addresses

**Checklist**

- Filing Fee: \$50.00** Make check or money order payable to Wyoming Secretary of State.
- Please submit one **originally signed** document.
- A copy of the **company's resolution** authorizing the transfer to the new jurisdiction is required.
- Please note that **not all jurisdictions accept Certificate of Transfer documents**. Contact the appropriate authority in the new jurisdiction before proceeding with the transfer.
- Typical processing time is 3-5 business days** following the date of receipt in our office.
- Please review form prior to submitting to the Secretary of State to ensure all areas have been completed to avoid a delay in the processing of your documents.



**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE SHAREHOLDERS OF  
MAVERIK, INC.**

The undersigned, being all of the shareholders of Maverik, Inc., a Wyoming corporation (the "Company"), and acting accordance with the Wyoming Business Corporation Act (the "Act") and the Company's Bylaws, hereby take the following actions and adopt the following resolutions:

**WHEREAS**, the Company was initially formed and organized on July 8, 1959 in the State of Wyoming;

**WHEREAS**, the Company has had its principal place of business in North Salt Lake, Utah, for several years, and intends to operate from the state of Utah for the foreseeable future;

**WHEREAS**, at a meeting held on March 16, 2016, the Board unanimously approved the transfer of the Company's state of domestication from Wyoming to Utah;

**WHEREAS**, the shareholders have determined that it is in the best interest of the Company to transfer the Company's state of domestication from Wyoming to Utah;

**NOW THEREFORE, BE IT RESOLVED** that effective as of the date of the filing of the Articles of Domestication with the Utah Division of Corporations, the Company's state of domestication will be transferred from the state of Wyoming to the state of Utah.

**RESOLVED FURTHER** that the officers of the Company are hereby authorized and directed to execute and, if necessary, cause to be filed, such documents that are necessary or advisable and to take all actions that such officers deem necessary or advisable to effectuate or memorialize the domestication of the Company from the state of Wyoming to the state of Utah.

The undersigned directs that this action be filed with the Company's minutes. This action was executed to be effective as of the 7<sup>th</sup> day of June, 2016.

FJ MANAGEMENT INC.,  
a Utah corporation

By:

Name: Crystal C. Maggelet

Its: Chief Executive Officer

MAVERIK HOLDINGS LLC,  
a Utah limited liability company

By: FJ Management Inc., a Utah corporation  
Its: Managing Member

By:

Name: Crystal C. Maggelet

Its: Chief Executive Officer

**STATE OF WYOMING**  
**Office of the Secretary of State**

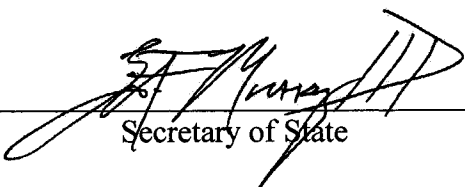
I, ED MURRAY, Secretary of State of the State of Wyoming, do hereby certify that **Maverik, Inc.**, a corporation organized under the laws of the state of **Wyoming**, did on **July 8, 1959** file its Articles of Incorporation in the office of the Secretary of State of Wyoming.

I FURTHER CERTIFY that on **July 22, 2016**, a Certificate of Transfer was issued to **Maverik, Inc.**, transferring the corporation to **Utah**.

I have affixed hereto the Great Seal of the State of Wyoming and duly executed this official certificate at Cheyenne, Wyoming on this **22nd** day of **July, 2016**.



Filed Date: 07/22/2016

  
Secretary of State

By: \_\_\_\_\_ Lisa Gonzales \_\_\_\_\_

TRADEMARK

REEL: 006880 FRAME: 0882

**STATE OF WYOMING**  
**Office of the Secretary of State**

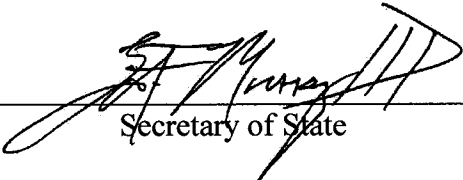
I, ED MURRAY, Secretary of State of the State of Wyoming, do hereby certify that on **July 22, 2016**, I issued a Certificate of Transfer to **Maverik, Inc.**, a corporation which was on that date a corporation incorporated under the laws of the state of Wyoming.

I FURTHER CERTIFY that, if the laws of **Utah** authorizes such a corporate transfer and if the appropriate authority of **Utah** issues the required certificate of registration, then for purposes of the laws of the state of Wyoming, **Maverik, Inc.** will be transferred as a corporation to **Utah**; will be continued as if it had been incorporated under the laws of **Utah**; will become a corporation under the laws of **Utah**; and will cease to be a domestic corporation incorporated under the laws of the state of Wyoming. I request that **Utah** accept the transfer of **Maverik, Inc.** under the applicable laws of such jurisdiction.

I have affixed hereto the Great Seal of the State of Wyoming and duly executed this official certificate at Cheyenne, Wyoming on this **22nd** day of **July, 2016**.



Filed Date: 07/22/2016

  
\_\_\_\_\_  
Secretary of State

By: \_\_\_\_\_ Lisa Gonzales

**TRADEMARK**

**REEL: 006880 FRAME: 0883**





**STATE OF WYOMING**  
**Office of the Secretary of State**

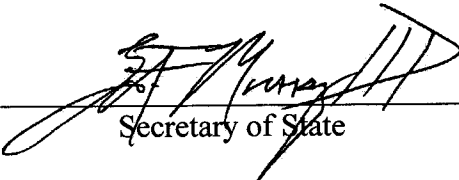
I, ED MURRAY, Secretary of State of the State of Wyoming, do hereby certify that the attached photostatic extracts from the Wyoming Business Corporation Act, W.S. 17-16-1720, have been duly certified to be true copies and that I, ED MURRAY, am the official duly charged with the administration of the Wyoming Business Corporation Act.

I FURTHER CERTIFY that these attached sections of the Wyoming Business Corporation Act remain operative as law in force in Wyoming as of the date of this certificate.

I have affixed hereto the Great Seal of the State of Wyoming and duly executed this official certificate at Cheyenne, Wyoming on this **22nd** day of **July, 2016**.



Filed Date: 07/22/2016

  
\_\_\_\_\_  
Secretary of State

By: \_\_\_\_\_ Lisa Gonzales

**TRADEMARK**

**REEL: 006880 FRAME: 0885**

# RECEIPT



Secretary of State  
2020 Carey Avenue  
Cheyenne, WY 82002-0020

MAVERIK, INC.  
185 SOUTH STATE STREET, SUITE 800  
SALT LAKE CITY, UT 84111

## RECEIPT INFORMATION

Receipt #: 001062851  
Receipt Date: 07/22/2016  
Processed By: Lisa Gonzales

**DO NOT PAY!**  
**This is not a bill.**

Description of Charges	Reference	Quantity	Unit Price	Total
Transfer - Profit Corporation - Domestic	2016-001930311	1	\$50.00	\$50.00
<b>TOTAL CHARGES PAID</b>				<b>\$50.00</b>

Description of Payment	Reference	Amount
Payment-Check / Money Order	177295	\$50.00
<b>TOTAL PAYMENT</b>		<b>\$50.00</b>

**In Reference To:**  
Maverik, Inc. (1980-000080059); Amendment ID: 2016-001930311

PAD or Billing Questions?  
(307) 777-5343  
SOSAdminServices@wyo.gov

DOMESTICATION

Date: 06/03/2016

Receipt Number: 6459976

Amount Paid: \$37.00

ARTICLES OF DOMESTICATION  
OF  
MAVERIK, INC.



RECEIVED  
JUN 07 2016

Utah Div. of Corp. & Comm. Code

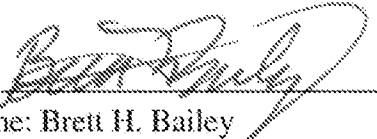
JUN 7 10 44:28

These Articles of Domestication are made by the undersigned in accordance with the Utah Revised Business Corporation Act (the "Act"), Utah Code § 16-10a-1533, as of June 7, 2016.

1. Name. The name of the foreign corporation immediately prior to the filing of these Articles is Maverik, Inc. (the "Company").
2. Date and State of Formation. The Company was first formed and organized on July 8, 1959 in the State of Wyoming.
3. Principal Place of Business. The principal place of business of the Company immediately prior to filing these articles is 880 W. Center Street, North Salt Lake, Utah 84054.
4. Permission of Transfer. The transfer of the Company from the State of Wyoming to the State of Utah is permitted by the Wyoming Business Corporation Act, Section 17-16-1720.
5. Adoption. These Articles of Domestication were adopted by the Company's Board of Directors and have been approved by the Company's shareholders.

Under penalties of perjury, I declare that these Articles of Domestication have been examined by me and are, to the best of my knowledge and belief, true, correct, and complete.

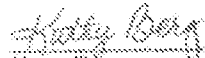
MAVERIK, INC.,  
a Wyoming corporation

By:   
Name: Brett H. Bailey  
Title: Secretary

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been filed  
and approved on this 07 day of June, 2016  
in this office of this Division and hereby issued  
This Certificate thereof.

Examiner tb Date 6-9-16



  
Kathy Berg  
Division Director

DOMESTICATION

RECEIVED

ARTICLES OF INCORPORATION  
OF  
MAVERIK, INC.

JUN 07 2016

Utah Div. of Corp. & Comm. Code

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THE UNDERSIGNED, acting as the incorporator of a corporation under the Utah Revised Business Corporation Act, Chapter 10a of Title 16 of the Utah Code (hereinafter called the "Act"), hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is: **Maverik, Inc.** (the "Corporation").

ARTICLE II - DURATION

The period of this corporation's duration is perpetual.

ARTICLE III - PURPOSES AND POWERS

This Corporation is organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the Act. The Corporation shall have and exercise all powers necessary or convenient for the carrying out of any or all of the purposes for which it is organized.

ARTICLE IV - AUTHORIZED SHARES

*Section 4.1 Number of Shares.* The aggregate number of shares which the Corporation is authorized to issues is one hundred fifty-five thousand (155,000) shares of common stock having a par value of \$1.00; and no shares of preferred stock. Each share of common stock will at all times have one vote, with all shares of common stock voting together as a single voting group. All holders of the shares of common stock will have the right to vote their shares on all matters that come before the shareholders of the Corporation for a vote. Upon dissolution of the Corporation, the holders of the shares of common stock will be entitled to receive the net assets of the Corporation. All shares of common stock issued by the Corporation will be fully paid and nonassessable. The Corporation elects to have preemptive rights.

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been filed  
and approved on this 07 day of JUNE, 2016  
in this office of this Division and hereby issued  
This Certificate thereof.

Examiner [Signature] Date 6-9-16



[Signature]  
Kathy Berg  
Division Director

TRADEMARK

606480

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**ARTICLE V – REGISTERED AGENT  
AND REGISTERED OFFICE**

The name of the initial registered agent and the address of the initial registered office of this Corporation are as follows: CT Corporation System, of 1108 E. South Union Avenue, in Midvale, Utah 84047.

**ARTICLE VI – DIRECTORS AND OFFICERS**

**Section 6.1 Directors.** The number of directors constituting the board of directors of the Corporation is seven (7). The name and address of each member of the board of directors is as follows:

Crystal Maggelet  
4 Dartmoor Lane  
Salt Lake City, Utah 84103

Chuck Maggelet  
4 Dartmoor Lane  
Salt Lake City, Utah 84103

Maurice Minno  
PO Box 702  
Palm Spring, CA 92263

Bradley F. Call  
6574 State Line Road  
Freedom, Wyoming 83120

Michael V. Call  
225 W. Diamond Street  
Afton, Wyoming 83110

Alvin New  
502 S. Koenigheim #1A  
San Angelo, Texas 76903

Louie Sheetz  
5700 Sixth Avenue  
Altoona, PA 16602

**Section 6.2 Officers.** The number of officers of the Corporation is ten (10). The officers shall have such rights. The name and address of each officer is as follows:

Thomas K. Welch  
President and CEO  
PO Box 982193  
Park City, Utah 84098

Andre Lortz  
Executive VP and CFO  
2288 West 600 North  
Kaysville, Utah 84037

Lance A. Dunkley  
Vice President  
1820 W. Omni Avenue  
Salt Lake City, Utah 84116

David Hancock  
Vice President & Assistant Secretary  
7723 S. Quicksilver Drive  
Salt Lake City, Utah 84121

John Hillam  
Vice President  
1801 S. 200 W.  
Kaysville, Utah 84307

Kim Lazerus  
Vice President  
2347 Maple Hills Drive  
Bountiful, Utah 84010

Danielle Matiussi  
Vice President  
3156 Fawnwood Cove  
Sandy, Utah 84092

Aaron Simpson  
Vice President  
10418 Walnut Canyon Lane  
South Jordan, Utah 84095

Hubert C. Williams  
Vice President  
5730 W. 950 N.  
Ogden, Utah 84404

Brett H. Bailey  
Secretary  
1272 Northridge Drive  
Bountiful, Utah 84010

**Section 6.3 Rights and Powers of Officers.** The officers of the Corporation shall be a chief executive officer, president, one or more executive vice presidents, one or more vice presidents, a secretary and a treasurer. Such other officers and assistant officers as may be deemed necessary may be appointed by the board of directors and shall have such powers and duties as may be prescribed by the board of directors. Any two or more offices may be held by the same person. Notwithstanding historical designations by the Corporation and common practice by corporations in general to the contrary, persons designated by the board of directors of the Corporation as vice presidents (as opposed to executive vice presidents) shall be officers of the Corporation, but with limited authority (as set forth below) to act for and bind the Corporation. The executive vice president position shall not be considered a subset of the vice president position, and as a result, vice presidents shall not have the rights, powers, authorities, duties or obligations prescribed by these Articles of Incorporation, the Bylaws or applicable law for executive vice presidents of the Corporation.

A vice president of the Corporation shall be empowered to execute in behalf of the Corporation contracts and agreements, including offers to buy or sell real property. However, notwithstanding historical designations by the Corporation and common practice by corporations in general to the contrary, vice presidents (as opposed to executive vice presidents) SHALL NOT have the power to execute promissory notes, deeds, mortgages, or leases for a term, including all options to extend, in excess of five (5) years. Any instrument, contract or agreement executed by a vice president, which is not within the authority granted to a vice president as set forth above, shall be voidable by the Corporation.

**ARTICLE VII – OFFICER AND DIRECTOR LIABILITY**

**Section 7.1 Limitation of Directors' Liability.** To the fullest extent permitted by the Act, as the same now exists or may hereafter be amended, no director or officer of this Corporation shall be personally liable to this Corporation or its shareholders for monetary damages for any action taken or any failure to take any action, as a director, except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of Section 16-10a-842 of the Act; or (iv) an intentional violation of criminal law.

*Section 7.2 Amendment or Repeal of Limitation.* Any amendment or repeal of this Article VII or the adoption of any other provision of the Articles of Incorporation which has the effect of increasing director or officer liability shall operate prospectively only and shall not affect any action taken, or failure to act, by a director of this Corporation prior to such amendment, repeal, or other provision becoming effective.


**ARTICLE VIII – INDEMNIFICATION**

The Corporation shall indemnify its directors, officers, employees and agents as provided in its Bylaws.

**ARTICLE IX – INCORPORATOR**

The name and address of the incorporator of this Corporation is as follows: Brett H. Bailey, of 1272 Northridge Drive, Bountiful, Utah 84010.

DATED this 7<sup>th</sup> day of June, 2016.

  
Brett H. Bailey, Incorporator and Secretary