

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM637430

|   |                                      |  |                        |
|---|--------------------------------------|--|------------------------|
| <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>     |
| Visante, Inc.   |                                      | 04/02/2021                               | Corporation: MINNESOTA |
| <b>RECEIVING PARTY DATA</b>   |                                      |  |                        |
| <b>Name:</b>  | Visante Consulting LLC               |  |                        |
| <b>Street Address:</b>  | 101 East Fifth Street                |  |                        |
| <b>Internal Address:</b>  | #2220                                |  |                        |
| <b>City:</b>  | St. Paul                             |  |                        |
| <b>State/Country:</b>   | MINNESOTA                            |  |                        |
| <b>Postal Code:</b>   | 55101                                |  |                        |
| <b>Entity Type:</b>   | Limited Liability Company: MINNESOTA |  |                        |
| <b>PROPERTY NUMBERS Total: 2</b>  |                                      |  |                        |
| <b>Property Type</b>  | <b>Number</b>                        | <b>Word Mark</b>                         |                        |
| <b>Registration Number:</b>   | 3824066                              | VISANTE                                  |                        |
| <b>Registration Number:</b>   | 5483574                              | A+O=D2 CONTROL YOUR VARIABLES DRUG DIVER |                        |
| <b>CORRESPONDENCE DATA</b>  |                                      |  |                        |
| <b>Fax Number:</b>  |                                      |  |                        |
| <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>   | +17863017930                         |  |                        |
| <b>Email:</b>   | mlima@cozen.com                      |  |                        |
| <b>Correspondent Name:</b>  | Cozen O'Connor                       |  |                        |
| <b>Address Line 1:</b>  | Southeast Financial Center           |  |                        |
| <b>Address Line 2:</b>  | 200 South Biscayne Blvd, Suite 3000  |  |                        |
| <b>Address Line 4:</b>  | Miami, FLORIDA 33131                 |  |                        |
| <b>NAME OF SUBMITTER:</b>   | Ashley G. Kessler                    |  |                        |
| <b>SIGNATURE:</b>   | /Ashley G. Kessler/                  |  |                        |
| <b>DATE SIGNED:</b>   | 04/07/2021                           |  |                        |
| <b>Total Attachments: 8</b>   |                                      |  |                        |
| source=Articles of Conversion for conversion of Visante, Inc. into Visante Consulting LLC#page1.tif   |                                      |  |                        |
| source=Articles of Conversion for conversion of Visante, Inc. into Visante Consulting LLC#page2.tif   |                                      |  |                        |
| source=Articles of Conversion for conversion of Visante, Inc. into Visante Consulting LLC#page3.tif   |                                      |  |                        |

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source=Articles of Conversion for conversion of Visante, Inc. into Visante Consulting LLC#page7.tif  
source=Articles of Conversion for conversion of Visante, Inc. into Visante Consulting LLC#page8.tif

## Office of the Minnesota Secretary of State Certificate of Conversion

I, Steve Simon, Secretary of State of Minnesota, certify that: the documentation required to effectuate a conversion by the entity listed below from the law under which the entity was previously governed to the law under which it is governed after the issuance of this certificate, on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Name of Converting Entity:

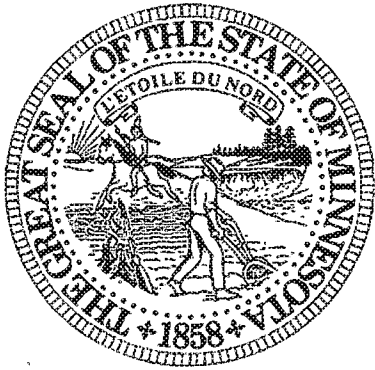
Minnesota: Visante, Inc.

After Conversion, Entity is governed by Minnesota Statutes, Chapter:  
322C

Home Jurisdiction and Name of Entity after the Effective Date of Conversion:

Minnesota: Visante Consulting LLC

This Certificate has been issued on: 04/02/2021



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon  
Secretary of State  
State of Minnesota

## Office of the Minnesota Secretary of State Certificate of Organization

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

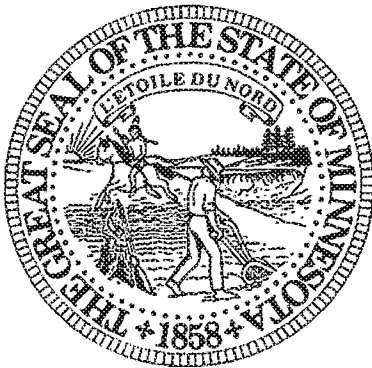
The business entity is now legally registered under the laws of Minnesota.

Name: Visante Consulting LLC

File Number: 1228370700055

Minnesota Statutes, Chapter: 322C

This certificate has been issued on: 04/02/2021



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon  
Secretary of State  
State of Minnesota



ARTICLES OF CONVERSION  
OF  
VISANTE, INC.

The undersigned officer, on behalf of Visante, Inc., a Minnesota corporation, submits the following Articles of Conversion pursuant to Minnesota Statutes §302A.682 and §322C.1007:

1. Visante, Inc., a domestic corporation incorporated and governed under the Minnesota Business Corporation Act Chapter 302A of the Minnesota Statutes, is being converted into Visante Consulting LLC, a domestic limited liability company governed under the Minnesota Revised Uniform Limited Liability Company Act, Chapter 322C of the Minnesota Statutes.

2. Following the conversion, the name of the converted entity will be Visante Consulting LLC, a Minnesota limited liability company.

3. The conversion shall be effective upon the filing of these Articles of Conversion with the Minnesota Secretary of State.

4. The terms and conditions of the conversion are set forth in the plan of conversion of Visante, Inc. attached hereto as *Exhibit A*. A copy of the articles of organization of the converted entity after the conversion are included in the plan of conversion as *Schedule 1*.

5. The plan of conversion has been approved in accordance with the requirements of Section 302A.684 of the Minnesota Business Corporation Act.

I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

VISANTE, INC.

*James Jorgenson*

By: James Jorgenson  
Its: Chief Executive Officer

**EXHIBIT A**

**Plan of Conversion of Visante, Inc.  
and Articles of Organization of Visante Consulting LLC**

See attached.

## PLAN OF CONVERSION

### CONVERTING VISANTE, INC., A MINNESOTA CORPORATION INTO VISANTE CONSULTING LLC, A MINNESOTA LIMITED LIABILITY COMPANY

THIS PLAN OF CONVERSION ("Plan") dated April 2, 2021 is hereby adopted and approved by Visante, Inc., a Minnesota corporation ("Visante"), to set forth the terms and conditions governing the conversion of the Corporation into a Minnesota limited liability company pursuant to Minnesota Statutes §302A.682 and §322C.1007 and this Plan was approved in accordance with Section 302A.684 of the Minnesota Statutes:

1. This conversion will be effective upon the filing of the Articles of Conversion with the Minnesota Secretary of State (the "Effective Time").

2. Prior to the Effective Time, Visante was incorporated under and governed by the Minnesota Business Corporation Act, Chapter 302A of the Minnesota Statutes.

3. After the Effective Time, Visante will be a domestic limited liability company governed by the Minnesota Revised Uniform Limited Liability Company Act, Chapter 322C of the Minnesota Statutes.

4. After the Effective Time and the conversion, Visante's name will be Visante Consulting LLC and it will be governed by the articles of organization attached to this Plan as *Schedule 1*.

5. Each share of common stock of Visante, Inc. issued and outstanding on April 2, 2021, will be converted into a unit of membership interest in Visante Consulting LLC.

6. At the Effective Time, (a) all property owned by Visante, Inc. (the "Converting Organization") remains vested in Visante Consulting LLC (the "Converted Organization") and no assignment by operation of law or otherwise of its assets, properties or contracts shall be deemed to have occurred; (b) all debts, obligations, or other liabilities of the Converting Organization continue as debts, obligations, or other liabilities of the Converted Organization; (c) an action or proceeding pending by or against the Converting Organization may be continued as if the conversion had not occurred; (d) all of the rights, privileges, immunities, powers, and purposes of the Converting Organization remain vested in the converted organization; (e) the officers of the Converting Organization shall be the officers of the Converted Organization; and (f) James Jorgenson shall be the sole governor.

IN WITNESS WHEREOF, this Plan of Conversion is executed as of April 2, 2021.

VISANTE, INC.  
a Minnesota corporation

*James Jorgenson*

By: James Jorgenson  
Its: Chief Executive Officer

**Schedule 1.**

**Articles of Organization of Visante Consulting LLC**

See attached.



**ARTICLES OF ORGANIZATION  
OF  
VISANTE CONSULTING LLC**

The undersigned, being of full age and for the purpose of forming a limited liability company under Minnesota Statutes Chapter 322C, does hereby adopt the following Articles of Organization:

**ARTICLE I  
Name**

The name of the limited liability company is Visante Consulting LLC (the "Company").

**ARTICLE II  
Registered Office**

The address of the registered office of the Company is 101 East Fifth Street, Suite 2220, St. Paul, Minnesota 55101.

**ARTICLE III  
Organizer**

The name and address of the sole organizer of the Company is James Jorgenson, 101 East Fifth Street, Suite 2220, St. Paul, Minnesota 55101.

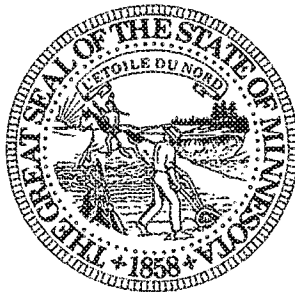
**ARTICLE IV  
Period of Existence**

Unless dissolved earlier according to law, this Company shall have perpetual existence, from and after the date these Articles of Organization are filed with the Minnesota Secretary of State.

IN WITNESS WHEREOF, the organizer has executed these Articles of Organization on April 2, 2021.

*James Jorgenson*

James Jorgenson



**File Numbers**

122837070003

1228370700055

11N-25

STATE OF MINNESOTA  
OFFICE OF THE SECRETARY OF STATE  
FILED

4/2/2021 11:59:00 PM

A handwritten signature in black ink that reads "Steve Simon".

Steve Simon  
Secretary of State