

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM639898

<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>
Charley & Sons, Inc.		12/30/2020	Corporation: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Charley & Sons, LLC		
<b>Street Address:</b>	1591 Murphy Avenue SW		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30310		
<b>Entity Type:</b>	Limited Liability Company: GEORGIA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78113341	GORDO'S QUESO LOCO	
<b>Serial Number:</b>	77518773	LA QUERIDA	
<b>Serial Number:</b>	76515004	GORDO'S	
<b>Serial Number:</b>	75713163	GORDO'S	
<b>Serial Number:</b>	75713150	KACHWA	
<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>	14049626494		
<b>Email:</b>	stephen.kabakoff@millermartin.com		
<b>Correspondent Name:</b>	STEPHEN E. KABAKOFF		
<b>Address Line 1:</b>	1180 W Peachtree St NW UNIT 2100		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30309		
<b>NAME OF SUBMITTER:</b>	Stephen E. Kabakoff		
<b>SIGNATURE:</b>	/Stephen E. Kabakoff/		
<b>DATE SIGNED:</b>	04/16/2021		
<b>Total Attachments: 5</b>			
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# STATE OF GEORGIA

**Secretary of State**  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF CONVERSION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **12/30/2020** converting

**CHARLEY & SONS, INC.**  
a Domestic Profit Corporation  
to  
**Charley & Sons, LLC**  
a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **12/31/2020**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

**CERTIFICATE OF CONVERSION**

for the conversion of  
**CHARLEY & SONS, INC.**  
(a Georgia corporation)  
into  
**CHARLEY & SONS, LLC**  
(a Georgia limited liability company)

Pursuant to Section 14-2-1109.1 of the Georgia Business Corporation Code (the "Code") and Section 14-11-212 of the Georgia Limited Liability Company Act (the "Act"), the undersigned party submits this Certificate of Conversion for the purpose of effecting the conversion (the "Conversion") of **Charley & Sons, Inc.**, a Georgia corporation, into **Charley & Sons, LLC**, a Georgia limited liability company.

1. The entity making the election to convert is **Charley & Sons, Inc.**, a Georgia corporation (the "Converting Entity").
2. The Converting Entity elects to become a Georgia limited liability company, with the name **Charley & Sons, LLC** (the "Converted Entity").
3. The Conversion shall be effective as of December 30, 2020.
4. As required by Section 14-11-212(a) of the Act and by Section 14-2-1109.1 of the Code, all required approvals of the Conversion have been obtained by the Converting Entity.
5. Filed with this Certificate of Conversion are the articles of organization of the Converted Entity (the "Articles"), in the form required by the Act. The Articles shall be the articles of organization of the Converted Entity unless and until modified in accordance with the Act.
6. A written operating agreement has been entered into among the persons who will be members of the Converted Entity pursuant to the election herein. Such operating agreement will be effective immediately upon the effectiveness of such election. Such operating agreement provides for the manner and basis of the conversion of the ownership interests in the Converting Entity into interests as members in the Converted Entity.

*[Remainder of page intentionally left blank.  
Signatures appear on following page.]*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion  
this 29<sup>th</sup> day of December, 2020.

CONVERTING ENTITY:

CHARLEY & SONS, INC.,  
a Georgia corporation

By: Katy E. Crane  
Name: Katy E. Crane  
Title: President

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INLAND DIVISION  
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[Signature Page to Certificate of Conversion of Charley & Sons, Inc.]

TRADEMARK  
REEL: 007258 FRAME: 0623

ARTICLES OF ORGANIZATION

OF

CHARLEY & SONS, LLC

ARTICLE I - NAME

The name of the limited liability company is Charley & Sons, LLC (the "Company").

ARTICLE II - PRINCIPAL MAILING ADDRESS

The principal mailing address and principal place of business of the Company is 1591 Murphy Ave. SW, Atlanta, Georgia, 30310, and the principal email address of the Company is Katy.Crane@gordos.cc.

ARTICLE III - REGISTERED AGENT

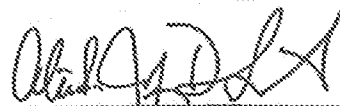
The name and address of the Company's initial Registered Agent is Katy E. Crane, of 1591 Murphy Ave. SW, Atlanta, Fulton County, Georgia, 30310, and the Registered Agent's email address is Katy.Crane@gordos.cc.

ARTICLE IV - ORGANIZER

The name and address of the Company's Organizer is:

Alcide Josef DeLisle  
Miller & Martin PLLC  
1180 West Peachtree Street NW, Suite 2100  
Atlanta, Georgia 30309

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization, this 29<sup>th</sup> day of December, 2020.

  
\_\_\_\_\_  
Alcide Josef DeLisle, Organizer



Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

2 Martin Luther King Jr. Dr. SE  
Suite 313 West Tower  
Atlanta, Georgia 30334  
(404) 656-2817  
sos.ga.gov

December 31, 2020 9:34 AM

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DEC 30 AM 8:52

TRANSMITTAL INFORMATION FORM  
GEORGIA LIMITED LIABILITY COMPANY

**IMPORTANT:** Please provide the entity's primary email address when completing this form.

Primary Email Address: katy.crane@gordos.cc

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. LLC Name Reservation Number (If one has been obtained; if articles are being filed without prior reservation, leave this line blank.)

Charley & Sons, LLC

LLC Name (List exactly as it appears in articles.)

2. Patti J. Daniels, Paralegal, Miller & Martin PLLC  
Name\* of Person Filing Articles of Organization (Certificate will be emailed to this person at address listed below.)

1180 West Peachtree Street NW, Ste. 2100      Atlanta      GA      30309  
Address      City      State      Zip Code

patti.daniels@millermartin.com      404-962-6150  
Filer's Email Address      Telephone Number

3. 1591 Murphy Avenue SW  
Principal Mailing Address of LLC. (Unlike registered office address, this may be a post office box.)

Atlanta      GA      30310  
City      State      Zip Code

4. Katy E. Crane  
Name\* of Registered Agent in Georgia  
1591 Murphy Avenue SW  
Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)

Atlanta      Fulton      GA      30310  
City      County      State      Zip Code

katy.crane@gordos.cc  
Registered Agent's Email Address

5. Name\* and Address of Each Organizer (Attach additional sheets if necessary.)

Alcide Josef DeLisle      1180 W. Peachtree St. NW, Ste. 2100      Atlanta      GA      30309  
Organizer      Address      City      State      Zip Code

Organizer      Address      City      State      Zip Code

6. Mail the following items to the Secretary of State at the above address:
- 1) This Transmittal Information Form;
  - 2) The Articles of Organization; and
  - 3) Filing fee of \$110.00 (\$100 filing fee + \$10 paper filing service charge) payable to Secretary of State. Filing fees are non-refundable.

I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.

Patti J. Daniels  
Signature of Authorized Person

12/29/2020  
Date

Patti J. Daniels  
Print Name\*

\* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.