

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM702737

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Empire Medical Review Services, Inc.		12/22/2021	Corporation:
RECEIVING PARTY DATA			
Name:	Empire Medical Review Services, LLC		
Street Address:	1100 Peachtree Street NE Suite 1550		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30309		
Entity Type:	Limited Liability Company: WISCONSIN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3220786	CLEARINGMAGIC	
CORRESPONDENCE DATA			
Fax Number:	9735972400		
<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:	973-597-2500		
Email:	lstrademark@lowenstein.com		
Correspondent Name:	Vanessa A. Ignacio, Esq.		
Address Line 1:	c/o Lowenstein Sandler		
Address Line 2:	One Lowenstein Drive		
Address Line 4:	Roseland, NEW JERSEY 07950		
ATTORNEY DOCKET NUMBER:	35056.15		
NAME OF SUBMITTER:	Jenna-Marie Tracy		
SIGNATURE:	/Jenna-Marie Tracy/		
DATE SIGNED:	01/18/2022		
Total Attachments: 7			
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Please check box for (Optional) Expedited service + \$25.00

FORM **1000**

CERTIFICATE OF CONVERSION

Sec. 178.1144, 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats.

1. Before conversion:

Company Name: Empire Medical Review Services, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country *)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its **date of incorporation** or formation.

2. After conversion:

Company Name: Empire Medical Review Services, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)



3. A Plan of Conversion containing all the following parts is required to be **attached** as Exhibit A.
 (NOTE: A template for Plan of Conversion is included in this form. Use of the template is **optional**.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the statement of partnership authority, registration statement, articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. If converting the entity to another state or country, the governing document is not required. (NOTE: Templates for each are included in this form. Use of the templates is **optional**.)
- G. Other provisions relating to the conversion, as determined by the business entity.

4. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

5. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION**:

Registered Agent (Agent for Service of Process): ROBERT W THICKENS	Registered Office: 11045 N TOWNE SQUARE RD MEQUON , WI 53092-5051
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION**:

Registered Agent (Agent for Service of Process): Corporation Service Company	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 8040 Excelsior Drive, Suite 400 Madison, WI 53717
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

7. Executed on 12/22/2021 (date) by the business entity PRIOR TO ITS CONVERSION.

Lee Rivas

(Signature)

Mark (X) below the title of the person executing the document.

Lee Rivas

(Printed Name)

For a **corporation**

Title: President OR Secretary
or other officer title Chief Executive Officer

For a **limited partnership/general partnership/
limited liability partnership**

For a **limited liability company**

Title: Member OR Manager

Title: General Partner Partner

This document was drafted by _____

Christine Mendiolaza

INSTRUCTIONS (Ref. Sec. 178.1141, 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Please use BLACK ink. Submit one original to State of WI-Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, (fees not yet set by rule), payable to the department. Filing fee is **non-refundable**. (If sent by Express or Priority U.S. mail, please visit www.wdfi.org/contact_us/ for current physical address). This document can be made available in alternate formats upon request to qualifying individuals with disabilities. The original must include an original manual signature. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 711 for TTY.

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity **prior to conversion**. Definitions of foreign entity types are set forth in ss. 178.0102(4) (5) & (6), 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its **date of incorporation** or formation.

2. Enter the company name, type of business entity, and state of organization of business entity **after conversion**.

DO NOT STAPLE

Sec. 178.1141,
179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

Optional Template

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



**Exhibit A
PLAN OF CONVERSION**

1. Before conversion:

Company Name: Empire Medical Review Services, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

2. After conversion:

Company Name: Empire Medical Review Services, LLC		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

3. The terms and conditions of the conversion.

Empire Medical Review Services, Inc. shall be converted into a limited liability company organized and existing under the Wisconsin Limited Liability Company Act and shall be named Empire Medical Review Services, LLC. Following the conversion, Empire Medical Review Services, Inc. shall cease to exist as a corporation of the State of Wisconsin and shall continue to exist as a limited liability company of the State of Wisconsin.

Optional Template (continued)

4. The manner and basis of converting the shares or other ownership interests of the business entity that is to be converted into shares or other ownership interests of the new form of business entity (required).

On the effective date, each share of Common Stock which is issued and outstanding immediately prior to the effective date of conversion shall, by virtue of the conversion and without any action on the part of Empire Medical Review Services, Inc. or the holder of the shares of Common Stock, be converted into and shall thereafter represent one limited liability company membership interest in Empire Medical Review Services, LLC. Such certificates may be, but need not be, exchanged by the holders thereof after the effective date for new certificates for the appropriate number of limited liability company membership interests bearing the name of Empire Medical Review Services, LLC.

5. Other provisions relating to the conversion, as determined by the business entity.

6. (OPTIONAL) Delayed Effective Date and Time of Conversion

The effective date and time of conversion shall be _____ (date) at _____ (time).

(An effective date declared under this article **may not be earlier than the date the document is delivered to the department for filing**, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached as Exhibit B. **If converting the entity to another state or country, the governing document is not required and will not be accepted.**

(NOTE: Templates for statement of partnership authority, registration statement, certificate of limited partnership, articles of incorporation, and articles of organization are included in this form.
Use of the templates is optional)

(Attach the appropriate governing document after conversion as Exhibit B)



State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

FILING FEE \$170.00

Please check box to request + \$25.00
Optional Expedited Service

FORM **502**

**ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY**

Sec. 183.0202 Wis. Stats.

Executed by the undersigned for the purpose of forming a Wisconsin limited liability company under Ch. 183 of the Wisconsin Statutes:

Article 1. Name of the limited liability company:

Empire Medical Review Services, LLC

Article 2. The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: Corporation Service Company

Article 4. Street address of the initial registered office:
(The complete physical address, including street and number, if assigned, and ZIP code. A PO Box, in the same city or town, may be included as part of the address, but is insufficient alone.)

8040 Excelsior Drive, Suite 400,
Madison, WI 53717

Article 5. Management of the limited liability company shall be vested in:
(Select and check (X) the one appropriate choice below)

a manager or managers

OR

its members

Article 6. Name and complete address of each organizer:

Christine Mendiolaza
Lowenstein Sandler LLP
1251 Avenue of the Americas
New York, NY 10020

DocuSigned by:
Christine Mendiolaza
03876CA2116C414

Organizer's signature

Organizer's signature

This document was drafted by Christine Mendiolaza

(Name the individual who drafted the document)

➤ OPTIONAL – This document has a **delayed** effective date: _____
(up to 90 days after received date)

NOTE: The articles of organization may contain **only** that information required under items 1 through 6. The company may create a separate operating agreement that includes additional information.

Office Use Only



For Office



**State of Wisconsin
Department of Financial Institutions**

Endorsement

**CERTIFICATE OF CONVERSION - Ch. 180
EMPIRE MEDICAL REVIEW SERVICES, INC.**

Received Date: 12/22/2021

Filed Date: 12/22/2021

Filing Fee: \$150.00

Expedited Fee: \$500.00

Total Fee: \$650.00

Entity ID#: E024052

Converts DOM Bus Corp Ch 180 to DOM LLC Ch 183

Chg name

Chg reg ag/off