

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM752158

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NUTRISHARE, INC.		07/19/2021	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	NUTRISHARE, LLC		
Street Address:	9850 Kent Street		
City:	Elk Grove		
State/Country:	CALIFORNIA		
Postal Code:	95624		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2615200	NUTRISHARE	
CORRESPONDENCE DATA			
Fax Number:	8052301355		
<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:	8052301350		
Email:	nabeloe@socalip.com		
Correspondent Name:	SoCal IP Law Group LLP		
Address Line 1:	310 N. Westlake Blvd.		
Address Line 2:	SUite 120		
Address Line 4:	Westlake Village, CALIFORNIA 91362		
ATTORNEY DOCKET NUMBER:	N249.T22D95		
NAME OF SUBMITTER:	Nicole M. Abeloe		
SIGNATURE:	/Nicole M. Abeloe/		
DATE SIGNED:	08/30/2022		
Total Attachments: 4			
source=1. CA INC to LLC conversion#page1.tif			
source=2. CA LLC to DE LLC certificate of Conversion#page1.tif			
source=DE Sos#page1.tif			
source=DE Sos#page2.tif			

OP \$40.00 2615200

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202117210477



State of California Secretary of State

1689246 - Out

Limited Liability Company Articles of Organization - Conversion

LLC-1A File #

FILED Secretary of State State of California JUN 09 2021

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Nutrishare, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager More Than One Manager All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA

9850 Kent Street

City Elk Grove State CA Zip Code 95624

5. Initial Mailing Address of Limited Liability Company, if different from Item 4

City State Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process

Rodney Okamoto

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box

9850 Kent Street

City Elk Grove State CA Zip Code 95624

c. If an individual, Mailing Address of Agent for Service of Process

9850 Kent Street

City Elk Grove State CA Zip Code 95624

Converting Entity Information

7. Name of Converting Entity

Nutrishare, Inc.

8. Form of Entity corporation

9. Jurisdiction CA

10. CA Secretary of State Entity Number, if any 1689246

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote. Common shares, 780,000 shares outstanding AND The percentage vote required of each class. More than 50%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person

Rodney Okamoto, President Type or Print Name and Title of Authorized Person

Signature of Authorized Person

Rodney Okamoto, Secretary Type or Print Name and Title of Authorized Person



**State of California
Secretary of State**

Certificate of Conversion

CONV-1A

File #

202117210477

FILED
Secretary of State
State of California

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icc JUN 30 2021

SKC

IMPORTANT -- Read all instructions before completing this form.

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Converted Entity Information

1. Name of Converted Entity Nutrishare, LLC			
2. Form of Entity limited liability company		3. Jurisdiction Delaware	
4. Mailing Address of Chief Executive Office 9850 Kent Street	City Elk Grove	State CA	Zip Code 95624
5. Street Address of Chief Executive Office - Do not list a P.O. Box 9850 Kent Street	City Elk Grove	State CA	Zip Code 95624
6. Street Address of the California Office, if any - Do not list a P.O. Box 9850 Kent Street	City Elk Grove	State CA	Zip Code 95624
7. If the converting entity is a California corporation, limited liability company, limited partnership or general partnership, you must designate an agent for service of process: Item 7a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 7b: If the agent is an individual, list the agent's business or residential street address. Item 7c: If the agent is an individual, list the mailing address of the converted entity's agent. Do not list an address if the agent is a California registered corporate agent as the address for service of process is already on file.			
a. Name of Agent For Service of Process Rodney Okamoto			
b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box 9850 Kent Street		City Elk Grove	State Zip Code CA 95624
c. If an individual, Mailing Address of Agent for Service of Process 9850 Kent Street		City Elk Grove	State Zip Code CA 95624

Converting Entity Information

8. Name of Converting Entity Nutrishare, LLC		
9. Form of Entity limited liability company	10. Jurisdiction California	11. CA Secretary of State Entity Number, if any 202117210477
12. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class: The class and number of outstanding interests entitled to vote. AND The percentage vote required of each class. One Class of Membership Interest - 100% More than 50%		

Additional Information

13. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

14. I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of my own knowledge. I declare I am the person who executed this instrument, which execution is my act and deed.

06/30/2021

Date

[Signature]

Signature of Authorized Person

By: Rodney Okamoto, President of RJO Group 54, Inc.,
Sp/la Member of Nutrishare, LLC.

Type or Print Name and Title of Authorized Person

Signature of Authorized Person

Type or Print Name and Title of Authorized Person



Secretary of State
Application to Register a Foreign Limited Liability Company (LLC)

LLC-5



IMPORTANT — Read instructions before completing this form.
 Must be submitted with a current Certificate of Good Standing issued by the government agency where the LLC was formed. See instructions.

Filing Fee - \$70.00
Copy Fees - First page \$1.00; each attachment page \$0.50;
Certification Fee - \$5.00

Note: Registered LLCs in California may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to <https://www.ftb.ca.gov>.

This Space For Office Use Only

1a. LLC Name (Enter the exact name of the LLC as listed on your attached Certificate of Good Standing.)

NUTRISHARE, LLC

1b. California Alternate Name, If Required (See instructions - Only enter an alternate name if the LLC name in 1a not available in California.)

2. LLC History (See instructions - Ensure that the formation date and jurisdiction match the attached Certificate of Good Standing.)

a. Date LLC was formed in home jurisdiction (MM/DD/YYYY) 6 / 30 / 2021	b. Jurisdiction (State, foreign country or place where this LLC is formed.) DELAWARE
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c. Authority Statement (Do not alter Authority Statement)
 This LLC currently has powers and privileges to conduct business in the state, foreign country or place entered in item 2b.

3. Business Addresses (Enter the complete business addresses. Items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity.)

a. Street Address of Principal Executive Office - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
9850 Kent Street	Elk Grove	CA	95624
b. Street Address of Principal Office in California, if any - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
9850 Kent Street	Elk Grove	CA	95624
c. Mailing Address of Principal Executive Office, if different than item 3a	City (no abbreviations)	State	Zip Code

4. Service of Process (Must provide either Individual OR Corporation.)
INDIVIDUAL - Complete items 4a and 4b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation) Rodney	Middle Name	Last Name Okamoto	Suffix
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box 9850 Kent Street	City (no abbreviations) Elk Grove	State CA	Zip Code 95624

CORPORATION - Complete item 4c only. Only include the name of the registered agent Corporation.

c. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete item 4a or 4b

5. Read and Sign Below (See instructions. Title not required.)

By signing, I affirm under penalty of perjury that the information herein is true and correct and that I am authorized to sign on behalf of the foreign LLC.

Signature

Rodney Okamoto

Type or Print Name

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NUTRISHARE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF JULY, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NUTRISHARE, LLC" WAS FORMED ON THE THIRTIETH DAY OF JUNE, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6048826 8300

SR# 20212738027

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203704819

Date: 07-19-21

RECORDED: 08/30/2022

TRADEMARK
REEL: 007835 FRAME: 0606