

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM759778

| | | | |
|---|------------------------------------|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| OrePro Holdings LLC | | 02/05/2021 | Limited Liability Company: COLORADO |
| RECEIVING PARTY DATA | | | |
| Name: | OrePro Holdings LLC | | |
| Street Address: | 65 Antelope Springs Road | | |
| City: | Tie Siding | | |
| State/Country: | WYOMING | | |
| Postal Code: | 82084 | | |
| Entity Type: | Limited Liability Company: WYOMING | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 6011521 | OREPRO | |
| Registration Number: | 6275468 | SMARTVECTORS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 8169838080 | | |
| <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: | 8169838000 | | |
| Email: | PTO-KC@huschblackwell.com | | |
| Correspondent Name: | Husch Blackwell LLP | | |
| Address Line 1: | 4801 Main Street, Suite 1000 | | |
| Address Line 4: | Kansas City, MISSOURI 64112 | | |
| ATTORNEY DOCKET NUMBER: | 502114.34 | | |
| NAME OF SUBMITTER: | Olivia Miller | | |
| SIGNATURE: | /Olivia Miller/ | | |
| DATE SIGNED: | 10/07/2022 | | |
| Total Attachments: 20 | | | |
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Wyoming Secretary of State
 Herschler Building East, Suite 101
 122 W 25th Street
 Cheyenne, WY 82002-0020
 Ph. 307.777.7311
 Email: Business@wyo.gov

WY Secretary of State
FILED: 02/05/2021 11:03 AM
ID: 2021-000978838

**Limited Liability Company
 Articles of Organization**

1. Name of the limited liability company:

OrePro Holdings LLC

2. This entity elects to be a close limited liability company:

(You may refer to the Close Limited Liability Supplement for more information W.S. 17-25-101-W.S 17-25-109.)

3. Name and physical address of its registered agent:

*(The registered agent may be an individual resident in Wyoming or a domestic or foreign business entity authorized to transact business in Wyoming. **The registered agent must have a physical address in Wyoming.** If the registered office includes a suite number, it must be included in the registered office address. A Drop Box is not acceptable. A PO Box is acceptable if listed in addition to a physical address.)*

Name: Timothy William Hunt

Address: 65 Antelope Springs Road, Tie Siding, WY 82084


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

4. Mailing address of the limited liability company:

65 Antelope Springs Road, Tie Siding, WY 82084

5. Principal office address:

65 Antelope Springs Road, Tie Siding, WY 82084

Signature: 
(Shall be executed by an organizer.)

Date: 2/1/2021
(mm/dd/yyyy)

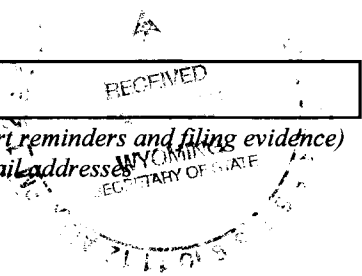
Print Name: Timothy William Hunt

Contact Person: Timothy William Hunt

Daytime Phone Number: (720) 548-7694

Email: will@ocblasting.com

*(Email provided will receive annual report reminders and filing evidence)
 May list multiple email addresses






Consent to Appointment by Registered Agent

I, Timothy William Hunt, registered office located at
(name of registered agent)
65 Antelope Springs Road, Tie Siding, WY 82084 voluntarily consent to serve

** (registered office physical address, city, state & zip)*

as the registered agent for OrePro Holdings LLC
(name of business entity)

I hereby certify that I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Signature:  Date: 02/01/2021
(Shall be executed by the registered agent.) *(mm/dd/yyyy)*

Print Name: Timothy William Hunt Daytime Phone: (720) 548-7694

Title: Manager Email: will@ocblasting.com


Registered Agent Mailing Address (if different than above):

***If this is a current registered agent changing their registered address on file, complete the following:**

Previous Registered Office(s): No Change

I hereby certify that:

- After the changes are made, the street address of my registered office and business office will be identical.
- This change affects every entity served by me and I have notified each entity of the registered office change.
- I certify that the above information is correct and I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Signature:  Date: 02/01/2021
(Shall be executed by the registered agent.) *(mm/dd/yyyy)*

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Statement of Conversion

with Document # 20211119573 of
OrePro Holdings LLC

Wyoming Foreign Limited Liability Company

(Entity ID # 20191211887)

consisting of 15 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 02/01/2021 that have been posted, and by documents delivered to this office electronically through 02/02/2021 @ 15:27:44.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 02/02/2021 @ 15:27:44 in accordance with applicable law. This certificate is assigned Confirmation Number 12911350



Jena Griswold

Secretary of State of the State of Colorado

*****End of Certificate*****
Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."

TRADEMARK
REEL: 007905 FRAME: 0267



Colorado Secretary of State
 Date and Time: 02/02/2021 03:22 PM
 ID Number: 20191211887
 Document number: 20211119573
 Amount Paid: \$50.00

Document must be filed electronically.
 Paper documents are not accepted.
 Fees & forms are subject to change.
 For more information or to print copies
 of filed documents, visit www.sos.state.co.us.

ABOVE SPACE FOR OFFICE USE ONLY

Statement of Conversion Converting a Domestic Entity into a Foreign Entity
 filed pursuant to § 7-90-201.7 (1) and § 7-90-204.5 of the Colorado Revised Statutes (C.R.S.)

1. For the converting entity, its ID number, entity name, form of entity, jurisdiction under the law of which it is formed, and principal office address are

| | |
|---|---|
| ID number | <u>20191211887</u> <i>(Colorado Secretary of State ID number)</i> |
| Entity name | <u>OrePro Holdings LLC</u> |
| Form of entity | <u>Limited Liability Company</u> |
| Jurisdiction | <u>Colorado</u> |
| Principal office street address | <u>2443 S University Blvd</u> <i>(Street number and name)</i> |
| | <u>Unit 278</u> |
| | <u>Denver</u> <u>CO</u> <u>80210</u> <i>(City) (State) (ZIP/Postal Code)</i> |
| | <u>United States</u> <i>(Province – if applicable) (Country)</i> |
| Principal office mailing address (leave blank if same as street address) | <u><i>(Street number and name or Post Office Box information)</i></u> |
| | <u><i>(City) (State) (ZIP/Postal Code)</i></u> |
| | <u><i>(Province – if applicable) (Country)</i></u> |

2. For the resulting entity, its true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

| | |
|----------------|---|
| True name | <u>OrePro Holdings LLC</u> |
| Form of entity | <u>Foreign Limited Liability Company</u> |
| Jurisdiction | <u>Wyoming</u> |
| Street address | <u>65 Antelope Springs Road</u> <i>(Street number and name)</i> |
| | <u>Tie Siding</u> <u>WY</u> <u>82084</u> <i>(City) (State) (ZIP/Postal Code)</i> |
| | <u><i>(Province – if applicable) (Country)</i></u> |

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province – if applicable) (Country)

3. The converting entity has been converted into the resulting entity pursuant to section 7-90-201.7, C.R.S.

4. (Mark the applicable box and complete the statement. Caution: Mark only one box.)

The resulting foreign entity does not maintain a registered agent in this state and service of process may be addressed to the entity and mailed to the principal address pursuant to section 7-90-704 (2), C.R.S.

or

The resulting foreign entity maintains a registered agent to accept service pursuant to section 7-90-204.5, C.R.S. The person appointed as registered agent has consented to being so appointed. Such registered agent's name and address are

Name

(if an individual)

(Last) (First) (Middle) (Suffix)

or

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Street address

(Street number and name)

(City) CO (ZIP Code)

(State)

Mailing address

(leave blank, if same as street address)

(Street number and name or Post Office Box information)

(City) CO (ZIP Code)

(State)

5. (If applicable, adopt the following statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

6. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document are _____

(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent

documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

7. The true name and mailing address of the individual causing this document to be delivered for filing are

| | | | |
|--|------------------|--------------------------|-----------------|
| <u>McLeod</u> | <u>Scott</u> | <u>D</u> | |
| <i>(Last)</i> | <i>(First)</i> | <i>(Middle)</i> | <i>(Suffix)</i> |
| <u>10375 Park Meadows Drive</u> | | | |
| <i>(Street number and name or Post Office Box information)</i> | | | |
| <u>Suite 260</u> | | | |
| <u>Lone Tree</u> | <u>CO</u> | <u>80124</u> | |
| <i>(City)</i> | <i>(State)</i> | <i>(ZIP/Postal Code)</i> | |
| <i>(Province – if applicable)</i> | <i>(Country)</i> | | |

(If applicable, adopt the following statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

PLAN OF CONVERSION OF

OrePro Holdings LLC, a Colorado limited liability company

This PLAN OF CONVERSION (this "Plan"), dated as of the date set forth in the signature block below, is hereby adopted, ratified and confirmed by OrePro Holdings LLC ("OrePro"), a Colorado limited liability company (the "Colorado LLC"), in order to set forth the terms, conditions and procedures governing the conversion of OrePro into a Wyoming limited liability company (the "Wyoming LLC") with a principal place of business located at 65 Antelope Springs Road, Tie Siding, WY 82084 effective as of December 28, 2020 pursuant to the Colorado Limited Liability Company Act, C.R.S. § 7-80-101, et seq., together with any applicable provisions of the Colorado Corporations and Associations Act (as amended, the "CLLCCA") and Wyo. Stat. Ann. §§ 17-29-1006 & 17-26-101.

WHEREAS, OrePro Members have approved the Conversion (as defined below) and this Plan;

NOW, THEREFORE, OrePro does hereby adopt this Plan to effectuate the conversion of OrePro into a Wyoming limited liability company as follows:

1. Conversion. Upon and subject to the terms and conditions of this Plan and pursuant to the relevant provisions of the Colorado Limited Liability Act ("CLLCA"), CLLCA and the Wyoming Statutes, including, without limitation, Sections 7-90-201 through 7-90-202 of the CLLCA and Sections 17-29-1006 and 17-26-101 of the Wyoming Statutes Annotated, the Colorado LLC shall convert (referred to herein as the "Conversion") into a Wyoming limited liability company and keep its existing company name at the Effective Time (as defined below). OrePro shall thereafter be subject to all of the provisions of the Wyoming Limited Liability Company Act, except that notwithstanding Wyo. Stat. Ann. § 17-29-201(e)(i), the existence of the Wyoming LLC shall be deemed to have commenced on the date OrePro commenced its existence in Colorado.

2. Effect of Conversion. Following the Conversion, OrePro shall, for all purposes of the laws of the State of Wyoming, be deemed to be the same entity as existed prior to the Conversion. Upon the Effective Time, all of the rights, privileges and powers of OrePro, and all property, real, personal and mixed, tangible and intangible, and all debts due to OrePro, as well as all other things and causes of action belonging to OrePro, shall remain vested in the Wyoming LLC and shall be the property of the Wyoming LLC and the title to any property, whether real or personal, vested by deed or otherwise in OrePro shall not revert or be in any way impaired, but all rights of creditors and all liens upon any property of OrePro shall be preserved unimpaired, and all debts, liabilities and duties of OrePro shall remain attached to the Wyoming LLC and may be enforced against it to the same extent as if said debts, liabilities and duties had originally been incurred or contracted by it in its capacity as a Wyoming limited liability company. The rights, privileges, powers and interests in property of OrePro, as well as the debts, liabilities and duties of OrePro, shall not be deemed, as a consequence of the Conversion, to have been transferred to the Wyoming LLC for any purpose of the laws of the State of Colorado or the State of Wyoming. The Conversion shall not be deemed to affect any obligations or liabilities of OrePro incurred prior to the Effective Time or the personal liability of any person incurred prior thereto.

OrePro shall not be required to wind up its affairs or pay its liabilities and distribute its assets, and the Conversion shall not be deemed to constitute a dissolution of OrePro and shall constitute a continuation of the existence of OrePro in the form of a Wyoming limited liability company.

3. Effective Time. Provided that this Plan has not been terminated, abandoned or deferred pursuant to Section 11, the Conversion shall be effected as soon as practicable after the members of OrePro have approved this Plan. Subject to the foregoing, unless another date and time is specified, the Conversion shall be effective upon the adoption and ratification of this plan by the member(s) and manager(s) who shall also cause (a) the filing with the Secretary of State of the State of Colorado of a duly executed Statement of Conversion meeting the requirements of C.R.S. § 7-90-201.7 and (b) the filing with the Secretary of State of Wyoming of a duly executed Articles of Organization meeting the requirements of Wyo. Stat. Ann. §§17-26-101 and 17-29-201 (the "*Effective Time*").

4. Governance and Other Matters Related to OrePro.

(a) Certificate of Organization. At the Effective Time, the Articles of Organization of OrePro shall be substantially in the form of Exhibit A, attached hereto.

(b) Operating Agreement. At the Effective Time, the operating agreement of OrePro shall be as set forth in Exhibit B, attached hereto (the "Operating Agreement"), and shall be adopted as such by the members of OrePro. Thereafter, the operating agreement may be amended by the members of OrePro as provided by applicable law and in the Articles of Organization of OrePro.

(c) Directors and Officers. The members, managers and the officers of OrePro immediately prior to the Effective Time shall continue in office following the Effective Time as members and officers of the Wyoming LLC until the expiration of their respective terms of office and until their successors have been elected and qualified, or until their earlier death, resignation or removal. After the Effective Time, OrePro and its members and managers shall take any necessary actions to cause each of such individual to be appointed or to confirm such appointments.

5. Effect of the Conversion on the Membership Interests of OrePro. Subject to the terms and conditions of this Plan, at the Effective Time, automatically by virtue of the Conversion and without any further action on the part of OrePro, or any member thereof, each member's membership interest in OrePro shall convert from the Colorado LLC to the Wyoming LLC.

6. Membership Certificates. From and after the Effective Time, all of the outstanding certificates which prior to that time represented Colorado Membership Interests (if any) shall be deemed for all purposes to evidence ownership of and to represent the ownership of Wyoming Membership Interests into which the membership interest represented by such certificates have been converted as provided herein. The registered owner on the books and records of OrePro or its transfer agent of any such outstanding membership interest certificates shall, until each such certificate shall have been surrendered for transfer or conversion or otherwise accounted for to OrePro or its transfer agent, have and be entitled to exercise any voting and other rights with respect to and to receive any dividend and other distributions upon the membership interests of OrePro evidenced by such outstanding certificate as provided above.

7. Employee Benefit and Compensation Plans. At the Effective Time, each employee benefit plan, incentive compensation plan, stock purchase plan and other similar plans to which the Colorado LLC

is then a party shall be automatically assumed by, and continue to be the plan of, the Wyoming LLC, without further action by OrePro. To the extent any employee benefit plan, incentive compensation plan or other similar plan provides for the issuance or purchase of, or otherwise relates to, membership interest in the Colorado LLC, after the Effective Time such plan shall be deemed to provide for the issuance or purchase of, or otherwise relate to, the Wyoming LLC.

8. Outstanding Awards. At the Effective Time, all outstanding membership interest options, purchase rights, restricted membership interest awards and other membership interest awards relating to the Colorado LLC membership interests shall, by virtue of the Conversion and without any further action on the part of OrePro or the holder thereof, continue on the same terms and conditions and be assumed by the Wyoming LLC, provided that all such awards shall be deemed to provide for the issuance or purchase of, or otherwise relate to, the Wyoming LLC membership interests.

9. Further Assurances. If, at any time after the Effective Time, OrePro shall determine or be advised that any agreements, documents or assurances or any other acts or things are necessary, desirable or proper, consistent with the terms of this Plan to carry out the purposes of this Plan, OrePro and its proper officers, managers and members (or their designees), are hereby authorized to execute and deliver, in the name and on behalf of OrePro all such agreements, documents and assurances and do, in the name and on behalf of OrePro, all such other acts and things necessary, desirable to carry out the purposes of this Plan and the Conversion.

10. Amendment. This Plan may be amended by the members of OrePro at any time prior to the Effective Time, provided that an amendment made subsequent to the approval of this Plan by the members of OrePro shall not alter or change (a) the amount or kind of membership interests or other securities to be received by the members hereunder, (b) any term of the operating agreement, other than changes permitted to be made without member approval by the Colorado Revised Statutes, or (c) any of the terms and conditions of this Plan if such alteration or change would adversely affect the holders of any membership interest of OrePro.

11. Termination or Deferral. At any time before the Effective Time, this Plan may be terminated and the Conversion may be abandoned by action of the members of OrePro, notwithstanding the approval of this Plan by the members of OrePro, or the consummation of the Conversion may be deferred for a reasonable period of time if, in the opinion of the members of OrePro, such action would be in the best interest of OrePro and its members. In the event of termination of this Plan, this Plan shall become void and of no effect and there shall be no liability on the part of OrePro or its members or officers with respect thereto.

12. Third Party Beneficiaries. This Plan shall not confer any benefits, rights or remedies upon any person or entity other than as expressly provided herein.

13. Severability. Whenever possible, each provision of this Plan will be interpreted in such manner as to be effective and valid under applicable law, but if any provision of this Plan is held to be prohibited by or invalid under applicable law, such provision will be ineffective only to the extent of such prohibition or invalidity, without invalidating the remainder of this Plan.

IN WITNESS WHEREOF, OrePro has caused this Plan to be executed by its duly authorized representative as of the date first stated above.

OrePro Holdings LLC,
a Colorado limited liability company

MANAGERS & MEMBERS

By: 

Timothy William Hunt, Manager & Sole Member

**ACTION BY WRITTEN CONSENT
OF
THE MEMBERS AND MANAGERS
OF
OrePro Holdings LLC
a Colorado limited liability company**

The undersigned, constituting all of the members (the "**Members**") of OrePro Holdings LLC, a Colorado limited liability company, hereby adopt the following resolutions by written consent pursuant to the operating agreement of the Company.

Plan of Conversion

Resolved, that the Members hereby adopts the Plan of Conversion attached hereto at Exhibit A (the "**Plan of Conversion**").

Additional Actions

Resolved, that Timothy William Hunt, as president of OrePro Holdings LLC, the sole Member and Manager, is hereby authorized and directed, for and on behalf of the Company, to take such additional actions and execute and deliver such documents as he deems necessary or desirable in order to carry out the Plan of Conversion and to fulfill such legal requirements as are applicable to the Company in order to do the same.

Resolved, that the relocation of the principal place of business of the Company, effective as of December 28, 2020, to Wyoming is hereby ratified, accepted, adopted, and confirmed.

In Witness Whereof, the undersigned, being all of the Members and Mangers, have executed this Action by Written Consent effective as of February 1, 2021.

MEMBERS and MANAGERS



Timothy William Hunt

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Organization

with Document # 20191211887 of
OrePro Holdings LLC

Colorado Limited Liability Company

(Entity ID # 20191211887)

consisting of 3 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 01/28/2021 that have been posted, and by documents delivered to this office electronically through 01/29/2021 @ 14:01:53.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 01/29/2021 @ 14:01:53 in accordance with applicable law. This certificate is assigned Confirmation Number 12900903



Jena Griswold

Secretary of State of the State of Colorado

*****End of Certificate*****
Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."



Colorado Secretary of State
 Date and Time: 03/08/2019 12:35 PM
 ID Number: 20191211887
 Document number: 20191211887
 Amount Paid: \$50.00

Document must be filed electronically.
 Paper documents are not accepted.
 Fees & forms are subject to change.
 For more information or to print copies
 of filed documents, visit www.sos.state.co.us.

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Organization

filed pursuant to § 7-90-301 and § 7-80-204 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name of the limited liability company is

OrePro Holdings LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.l.c.", "llc", or "ltd." See §7-90-601, C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the limited liability company's initial principal office is

Street address

585 S. Pearl St.

(Street number and name)

Denver

(City)

CO

(State)

80209

(ZIP/Postal Code)

United States

(Country)

(Province - if applicable)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

3. The registered agent name and registered agent address of the limited liability company's initial registered agent are

Name

(if an individual)

Hunt

(Last)

William

(First)

Timothy

(Middle)

(Suffix)

or

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Street address

585 S. Pearl St.

(Street number and name)

Denver

(City)

CO

(State)

80209

(ZIP Code)

Mailing address

(leave blank if same as street address)

585 S. Pearl St.

(Street number and name or Post Office Box information)

Denver _____ CO 80209 _____
(City) (State) (ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent has consented to being so appointed.

4. The true name and mailing address of the person forming the limited liability company are

Name
(if an individual) Hunt William Timothy
(Last) (First) (Middle) (Suffix)

or

(if an entity)
(Caution: Do not provide both an individual and an entity name.)

Mailing address 585 S. Pearl St.
(Street number and name or Post Office Box information)

Denver _____ CO 80209 _____
(City) (State) (ZIP/Postal Code)
CO _____ United States .
(Province - if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The limited liability company has one or more additional persons forming the limited liability company and the name and mailing address of each such person are stated in an attachment.

5. The management of the limited liability company is vested in

(Mark the applicable box.)

one or more managers.

or

the members.

6. *(The following statement is adopted by marking the box.)*

There is at least one member of the limited liability company.

7. *(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

This document contains additional information as provided by law.

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| | | | |
|--|--------------------------|----------------------------------|-------------------------|
| <u>Brunger</u> | <u>Kyle</u> | | |
| <small>(Last)</small> | <small>(First)</small> | <small>(Middle)</small> | <small>(Suffix)</small> |
| <u>1873 S Bellaire St Ste 1401</u> | | | |
| <small>(Street number and name or Post Office Box information)</small> | | | |
| <hr/> | | | |
| <u>Denver</u> | <u>CO</u> | <u>80222</u> | |
| <small>(City)</small> | <small>(State)</small> | <small>(ZIP/Postal Code)</small> | |
| | <u>United States</u> | | |
| <small>(Province – if applicable)</small> | <small>(Country)</small> | | |

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OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Amendment

with Document # 20211116281 of
OrePro Holdings LLC

Wyoming Foreign Limited Liability Company

(Entity ID # 20191211887)

consisting of 3 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 02/01/2021 that have been posted, and by documents delivered to this office electronically through 02/02/2021 @ 15:26:45.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 02/02/2021 @ 15:26:45 in accordance with applicable law. This certificate is assigned Confirmation Number 12911348.



A handwritten signature in cursive script that reads "Jena Griswold".

Secretary of State of the State of Colorado

*****End of Certificate*****
Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."

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Colorado Secretary of State
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 Document number: 20211116281
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 For more information or to print copies
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ABOVE SPACE FOR OFFICE USE ONLY

Articles of Amendment

filed pursuant to §7-90-301, et seq. and §7-80-209 of the Colorado Revised Statutes (C.R.S.)

1. For the entity, its ID number and entity name are

ID number 20191211887
(Colorado Secretary of State ID number)
 Entity name OrePro Holdings LLC

2. The new entity name (if applicable) is _____.

3. *(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

This document contains additional amendments or other information.

4. *(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)*

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5. The true name and mailing address of the individual causing the document to be delivered for filing are

McLeod Scott D
(Last) (First) (Middle) (Suffix)
10375 Park Meadows Drive
(Street name and number or Post Office Box information)
Suite 260
Lone Tree CO 80124
(City) (State) (Postal/Zip Code)
United States
(Province - if applicable) (Country - if not US)

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION OF
OrePro Holdings LLC**

Pursuant to § 7-80-209, Colorado Revised Statutes, OrePro Holdings, LLC, a Colorado limited liability company, adopts these Articles of Amendment to its Articles of Organization:

1. Name. The name of the limited liability company is OrePro Holdings LLC (File No. 20191211887).

2. Initial Filing Date. The initial Articles of Organization were filed on March 8, 2019.

3. Amendment. The following Sections of the Articles of Organization are hereby amended in its entirety to read as follows:

2. Principal Office Address. The principal office address is located at: 65 Antelope Springs Road, Tie Siding, WY 82084.

3. Registered Agent. The Registered agent is Timothy William Hunt, located at 65 Antelope Springs Road, Tie Siding, WY 82084.

Dated: February 1, 2021.

OrePro Holdings LLC,
a Colorado limited liability company

By: 

Timothy William Hunt, Manager

STATE OF WYOMING
Office of the Secretary of State

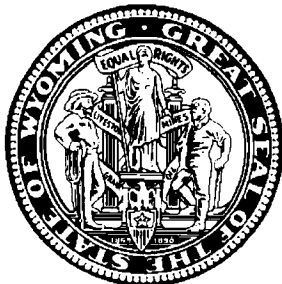
I, EDWARD A. BUCHANAN, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that the filing requirements for the issuance of this certificate have been fulfilled.

CERTIFICATE OF ORGANIZATION

OrePro Holdings LLC

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues 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 **5th** day of **February, 2021**.



Filed Date: 02/05/2021

Edward A. Buchanan
Secretary of State

By: Bailey Johnson