

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Corporate Conversion

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Jefferson Electric, Inc.		04/30/2010	CORPORATION: WISCONSIN

RECEIVING PARTY DATA	
Name:	Jefferson Electric, Inc.
Street Address:	9650 South Franklin Drive
City:	Franklin
State/Country:	WISCONSIN
Postal Code:	53132-8847
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2179377	JEFFERSON ELECTRIC
Registration Number:	3095087	SOLARTRAN TANNING BED TRANSFORMERS
Registration Number:	4124484	JEFFERSON
Registration Number:	4124485	JEFFERSON ELECTRIC

CORRESPONDENCE DATA	
Fax Number:	2142000558
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	214-651-5066
Email:	jeff.becker@haynesboone.com
Correspondent Name:	Jeffrey M. Becker c/o Haynes and Boone
Address Line 1:	2323 Victory Avenue, Suite 700
Address Line 4:	Dallas, TEXAS 75219

ATTORNEY DOCKET NUMBER:	44973.7
NAME OF SUBMITTER:	Jeffrey M. Becker

OP \$115.00 2179377

Signature:	/Jeffrey M. Becker/
Date:	06/26/2013
Total Attachments: 9 source=Jefferson Electric Conversion#page1.tif source=Jefferson Electric Conversion#page2.tif source=Jefferson Electric Conversion#page3.tif source=Jefferson Electric Conversion#page4.tif source=Jefferson Electric Conversion#page5.tif source=Jefferson Electric Conversion#page6.tif source=Jefferson Electric Conversion#page7.tif source=Jefferson Electric Conversion#page8.tif source=Jefferson Electric Conversion#page9.tif	

Delaware

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The First State

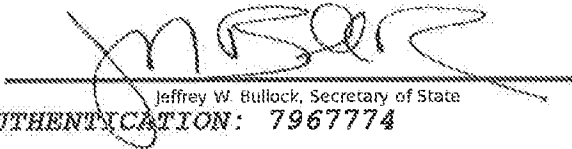
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A WISCONSIN CORPORATION UNDER THE NAME OF "JEFFERSON ELECTRIC, INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE THIRTIETH DAY OF APRIL, A.D. 2010, AT 5:10 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

4818480 8100V

100449973




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7967774

DATE: 05-03-10

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

TRADEMARK
REEL: 005057 FRAME: 0193

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Wisconsin
- 2.) The jurisdiction immediately prior to filing this Certificate is Wisconsin
- 3.) The date the Non-Delaware Corporation first formed is 8/1/1996
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is JEFFERSON ELECTRIC, INC.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is JEFFERSON ELECTRIC, INC.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 27 day of April, A.D. 2010

By: S/Thomas Klink

Name: Thomas Klink
Print or Type

Title: President
Print or Type

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

State of Wisconsin
Department of Financial Institutions
Division of Corporate & Consumer Services
Certificate of Conversion



Converting Entity

Name: JEFFERSON ELECTRIC, INC.
Org ID: J019614
Entity Type: Business Corporation
Jurisdiction: WI

Real Estate

Converting Entity Name JEFFERSON ELECTRIC, INC.	Does the entity have a fee simple ownership interest in any Wisconsin real estate immediately prior to the conversion? No
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Converted Entity

Name: Jefferson Electric, Inc.
Entity Type: Business Corporation
Jurisdiction: DE

Plan of Conversion

Plan of Conversion

Method Of Approval

The plan of conversion is approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

Registered Agent and Registered Office Address Before Conversion

THOMAS KLINK
9650 SOUTH FRANKLIN DRIVE
FRANKLIN, WI 53132
United States of America

Registered Agent and Registered Office Address After Conversion

United Corporate Services, Inc.
874 Walker Rd
Suite C
Dover, DE 19904
United States of America

Drafter

The document was executed outside Wisconsin.

Signature

Signature: Thomas Klink
Title: President

[Endorsement]

Received Date: 4/30/2010 11:27:30 AM
Filed Date: 4/30/2010
Filing Fee: \$150.00
Expedite Fee: \$25.00
Total Fee: \$175.00
Comments:

Certificate of Conversion, converting a Wisconsin domestic corporation (Chap. 180) into an unlicensed foreign corporation.
Effective Date: April 30, 2010.
GOS# 2010*292223458 \$150.00 + \$25.00 exp fee

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

(T E M P L A T E)

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



EXHIBIT A

PLAN OF CONVERSION

1. Before conversion:

Company Name: JEFFERSON ELECTRIC, INC.

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>WISCONSIN</u> (state or country)
	<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.)	

2. After conversion:

Company Name: JEFFERSON ELECTRIC, INC.

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>DELAWARE</u> (state or country)
	<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.)	

3. The terms and conditions of the conversion.

The company will have an identical number of authorized and issued and outstanding shares both before and after the conversion. There should be no new consideration given for the shares.

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.

Conversion will be on a one for one basis for both authorized, issued and outstanding shares.

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

None

6. (OPTIONAL) 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. 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.

(NOTE: Templates for 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)

Exhibit B

Certificate of Incorporation

Of

**Jefferson Electric, Inc.
A Delaware Corporation**

As part of the Certificate of Conversion

Of

**Jefferson Electric, Inc.
A Wisconsin Corporation**

CERTIFICATE OF INCORPORATION

OF

JEFFERSON ELECTRIC, INC.

The undersigned, being the sole incorporator herein named for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The name of this Corporation is Jefferson Electric, Inc.

SECOND: The address, including street, number, city and county, of the registered office of the Corporation in the State of Delaware is c/o United Corporate Services, Inc., 874 Walker Road, Suite C, in the City of Dover, County of Kent, State of Delaware 19904 and the name of the registered agent at said address is United Corporate Services, Inc.

THIRD: The nature of the business and of the purposes to be conducted and promoted by the Corporation is to conduct any lawful business, to promote any lawful purpose, and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: Classes and Numbers of Shares. The total number of shares of stock that the Corporation shall have authority to issue is nine thousand (9,000) shares of common stock, par value \$1.00 per share (the "Common Stock").

FIFTH: Whenever a compromise or arrangement is proposed between this Corporation and its creditors or any class of them and/or between this Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this Corporation or any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this Corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this Corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders, of this Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders, of this Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this Corporation, as the case may be, and also on this Corporation.

SIXTH: The original Bylaws of the Corporation shall be adopted by the incorporator. Thereafter, the power to make, alter, or repeal the Bylaws, and to adopt any new Bylaw, shall be vested in the Board of Directors.

SEVENTH: To the fullest extent that the General Corporation Law of the State of Delaware, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of directors, no director of this Corporation shall be personally liable to this Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Notwithstanding the foregoing, a director shall be liable to the extent provided by applicable law: (1) for any breach of the

directors' duty of loyalty to the Corporation or its stockholders; (2) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) under section 174 of the General Corporation Law of the State of Delaware; or (4) for any transaction from which the director derived any improper personal benefit. Neither the amendment or repeal of this Article, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article, shall adversely affect any right or protection of a director of the Corporation existing at the time of such amendment or repeal.

EIGHTH: The Corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section. The Corporation shall advance expenses to the fullest extent permitted by said section. Such right to indemnification and advancement of expenses shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person. The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of April, 2010.

/s/Michael A. Barr
Michael A. Barr, Incorporator