

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3283049

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION
CONVEYING PARTY DATA	
Name	Execution Date
GEHL FOODS, INC.	03/26/2015
RECEIVING PARTY DATA	
Name:	GEHL FOODS, LLC
Street Address:	N116 W15970 MAIN STREET
Internal Address:	PO BOX 1004
City:	GERMANTOWN
State/Country:	WISCONSIN
Postal Code:	53022
PROPERTY NUMBERS Total: 7	
Property Type	Number
Patent Number:	D718621
Patent Number:	7455200
Patent Number:	6056157
Application Number:	29506981
Application Number:	29501023
Application Number:	29501025
Application Number:	14506169
CORRESPONDENCE DATA	
Fax Number:	(312)577-4688
<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:	312-577-8416
Email:	carole.dobbins@kattenlaw.com
Correspondent Name:	CAROLE DOBBINS C/O KATTEN MUCHIN
Address Line 1:	525 W. MONROE ST.
Address Line 4:	CHICAGO, ILLINOIS 60661
NAME OF SUBMITTER:	CAROLE DOBBINS
SIGNATURE:	/Carole Dobbins/
DATE SIGNED:	03/26/2015

Total Attachments: 11

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DO NOT STAPLE

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

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

**CERTIFICATE OF CONVERSION****1. Before conversion:**

Company Name:
 Gehl Foods, Inc.

STATE OF WISCONSIN
 FILED

MAR 26 2015

DEPARTMENT OF
 FINANCIAL INSTITUTIONS

Indicate (X)
 Entity Type

☐
☒
☐
☐

Limited Partnership (Ch. 179, Wis. Stats.)
 Business Corporation (Ch. 180, Wis. Stats.)
 Nonstock Corporation (Ch. 181, Wis. Stats.)
 Limited Liability Company (Ch. 183, Wis. Stats.)

Organized under the
 laws of
Wisconsin
 (state or country *)

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

☒ Yes ☐ No

IMPORTANT – If you answer yes, the entity is required to file a report with the Wisconsin Dept. of Revenue under sec. 73.14 of the Wis. Stats. within 60 days after the effective date of the conversion.

NOTE: Sec. 73.14(2)(a) provides a penalty of \$200 for each day that the report is late, not to exceed \$7,500. You may access the form at: <http://ww2.revenue.wi.gov/internet/merger.html>

* 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.

3. After conversion:

Company Name:
 Gehl Foods, LLC

Indicate (X)
 Entity Type

☐
☐
☐
☒

Limited Partnership (Ch. 179, Wis. Stats.)
 Business Corporation (Ch. 180, Wis. Stats.)
 Nonstock Corporation (Ch. 181, Wis. Stats.)
 Limited Liability Company (Ch. 183, Wis. Stats.)

Organized under the
 laws of
Wisconsin
 (state or country)

FILING FEE - \$150.00 Use of this form is mandatory.
 DFI/CORP/1000(R09/14)



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-----PATENT-----

REEL: 035295 FRAME: 0594

4. A Plan of Conversion containing all the following parts is **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. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the 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 certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is **optional**.)
- G. Other provisions relating to the conversion, as determined by the business entity.

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

6. 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): Katherine M. Gehl	Registered Office: N116 W15970 Main Street PO Box 1004 Germantown, WI 53022-8204
Additional Entry for a Limited Partnership only →	Record Office:

7. 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): Katherine M. Gehl	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): N116 W15970 Main Street PO Box 1004 Germantown, WI 53022
Additional Entry for a Limited Partnership only →	Record Office:

8. Executed on 3/20/15 (date) by the business entity PRIOR TO ITS CONVERSION.

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

For a limited partnership

Title: ☐ General Partner

For a limited liability company

Title: ☐ Member OR ☐ Manager

Katherine M. Gehl
(Signature)

Katherine M. Gehl

(Printed Name)

For a corporation

Title: ☒ President OR ☐ Secretary
or other officer title

STATE OF WISCONSIN
FILED

MAR 26 2015

DEPARTMENT OF
FINANCIAL INSTITUTIONS

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

Submit one original along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.

Mailing Address:

Department of Financial Institutions
Division of Corporate & Consumer
Services
P O Box 7846
Madison WI 53707-7846

Physical Address for Express Mail:

Department of Financial Institutions
Division of Corporate & Consumer Services
201 W. Washington Ave - Suite 300
Madison WI 53703

Phone: 608-261-7577
FAX: 608-267-6813
TTY: 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. 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. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

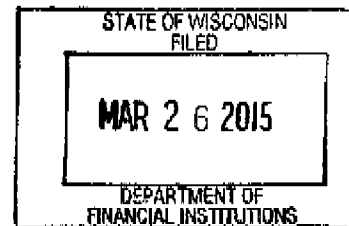
3. Enter the company name, type of business entity, and state of organization of business entity after conversion.

DFI/CORP/1000(R09/14)

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Exhibit A

**PLAN OF CONVERSION
OF
GEHL FOODS, INC. INTO GEHL FOODS, LLC**



THIS PLAN OF CONVERSION, dated as of March 20, 2015 (the "Plan of Conversion"), is by GEHL FOODS, INC., a Wisconsin corporation (the "Corporation").

RECITALS

A. The Corporation has Four Thousand (4,000) shares of voting common stock with zero par value per share ("Voting Common Stock") authorized for issuance, of which Ten (10) shares of Voting Common Stock were issued and outstanding as of the date hereof, and are owned of record by GEHL FOODS HOLDING CORPORATION (the "Shareholder"). The Corporation has Thirty-Six Thousand (36,000) shares of nonvoting common stock with zero par value per share ("Nonvoting Common Stock") authorized for issuance, of which Ten Thousand Six Hundred Twenty-Five (10,625) shares of Nonvoting Common Stock were issued and outstanding as of the date hereof, and are owned of record by the Shareholder.

B. The Board of Directors and the Shareholder of the Corporation deem it in the best interest of the Corporation that the Corporation be converted into a Wisconsin limited liability company (the "Conversion"), to be known as "GEHL FOODS, LLC" (the "LLC") upon the terms and conditions provided in this Plan of Conversion and pursuant to Sections 180.1161(3) & (5) and 183.1207(3) & (5) of the Wisconsin Statutes.

C. Pursuant to this Plan of Conversion, each share of Voting Common Stock will be converted into one voting common unit of ownership interest in the LLC (each a "Voting Common Unit") and each share of Nonvoting Common Stock will be converted into one nonvoting common unit of ownership interest in the LLC (each a "Nonvoting Common Unit").

NOW, THEREFORE, in consideration of the premises and the agreements herein contained, the Corporation hereby adopts and agrees to the following agreements, terms and conditions relating to the Conversion and the mode of carrying the same into effect:

**ARTICLE I
THE CONVERSION**

Section 1.01 The Conversion.

Subject to the terms and conditions of this Plan of Conversion, the Corporation will be converted into a Wisconsin limited liability company in accordance with Sections 180.1161(3) & (5) and 183.1207(3) & (5) of the Wisconsin Statutes. The Wisconsin limited liability company shall be known as GEHL FOODS, LLC.

Section 1.02 Effective Time of Conversion.

Subject to the provisions of this Plan of Conversion, a Certificate of Conversion and Articles of Organization shall be duly prepared and executed by the Corporation and thereafter delivered to the State of Wisconsin Department of Financial Institutions (the "DFI")

1:22:13 PM

Gunther, Carol A.

Foley & Lardner LLP

Page 2

for filing as soon as practicable after the date hereof. The Conversion shall become effective at 12:01 AM on March 26, 2015 (the "Effective Time").

Section 1.03 Continuation of Corporate Existence.

Except as otherwise set forth herein, at the Effective Time, the corporate existence and identity of the Corporation, with all its purposes, powers, franchises, privileges, rights and immunities, shall continue under the laws of the State of Wisconsin and shall remain unaffected and unimpaired by the Conversion. At the Effective Time, the corporate existence and identity of the Corporation, with all its purposes, powers, franchises, privileges, rights and immunities, shall be converted into a limited liability company. The Conversion shall have the effects set forth in this Plan of Conversion and Sections 180.1161(3) & (5) and 183.1207(3) & (5) of the Wisconsin Statutes.

At the Effective Time:

(a) The Conversion of the Corporation into the LLC shall not be deemed to affect any obligations or liabilities of the Corporation incurred prior to the Conversion or the personal liability of any person incurred prior to the Conversion.

(b) At the Effective Time, all of the rights, privileges and powers of the Corporation, and all property, whether real, personal or mixed, and all debts due to the Corporation, as well as all other procedures and causes of action belonging to the Corporation, shall remain vested in the LLC and shall be the property of the LLC, and the title to any real property vested by deed or otherwise in the Corporation shall not revert or be in any way impaired by reason of the Conversion; but all rights of creditors and all liens upon any property of the Corporation shall be preserved unimpaired, and all debts, liabilities and duties of the Corporation shall remain attached to the 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 limited liability company. The rights, privileges, powers and interests in property of the Corporation, as well as the debts, liabilities and duties of the Corporation, shall not be deemed, as a consequence of the Conversion, to have been transferred to the LLC to which the Corporation has converted for any purposes of the laws of the State of Wisconsin.

Section 1.04 Filings with Wisconsin Department of Financial Institutions.

Upon the adoption of this Plan of Conversion by the Shareholder, the authorized officer of the Corporation shall execute and file a Certificate of Conversion and Articles of Organization for the LLC with the DFI.

ARTICLE II CORPORATE GOVERNANCE

Section 2.01 Charter.

The Articles of Incorporation of the Corporation in effect at the Effective Time shall be cancelled, and Articles of Organization shall be filed with the DFI for the LLC as described above.

Section 2.02 Management.

At the Effective Time, the Board of Directors of the Corporation shall remain the Board of Directors of the LLC, unaffected by the Conversion.

Section 2.03 Bylaws.

The Bylaws of the Corporation in effect at the Effective Time shall be cancelled.

Section 2.04 Officers.

At the Effective Time, the officers of the Corporation shall remain the officers of the LLC, unaffected by the Conversion.

Section 2.05 Operating Agreement.

At the Effective Time, the Gehl Foods, LLC Operating Agreement shall be adopted as the Operating Agreement of the LLC as defined in Section 183.0102(16) of the Wisconsin Statutes.

ARTICLE III COMMON STOCK AND UNITS

Section 3.01 Conversion of Shares.

At the Effective Time, by virtue of the Conversion and without any action on the part of the Shareholder, each share of the Voting Common Stock and Nonvoting Common Stock outstanding immediately prior to the Effective Time shall be automatically cancelled and retired, and the Shareholder shall become the sole owner of the LLC (the "Member") and shall have an ownership interest in the LLC represented by the Voting Common Units and Nonvoting Common Units. At the Effective Time, the Shareholder shall receive one (1) Voting Common Unit for each one (1) share of Voting Common Stock and one (1) Nonvoting Common Unit for each one (1) share of Nonvoting Common Stock the Shareholder owns at the Effective Time.

ARTICLE IV INDEMNIFICATION

Section 4.01 Indemnification.

The Corporation's obligation to defend, exculpate, indemnify and advance or reimburse the expenses of its directors, officers, employees and shareholders pursuant to Article 9 of the Amended and Restated Bylaws of Gehl Foods, Inc. shall remain in place unaffected by the Conversion to the extent related to events occurring at or prior to the Effective Time.

ARTICLE V CONDITIONS; TERMINATION; MISCELLANEOUS

Section 5.01 Conditions to the Conversion.

There are no conditions precedent to the consummation of the Conversion.

Section 5.02 Termination.

This Plan of Conversion may be terminated by the Corporation at any time prior to the Effective Time.

Section 5.03 Amendment; Modification.

Subject to applicable law, this Plan of Conversion may be amended, modified or supplemented at any time prior to the Effective Time only by written agreement of the Corporation.

Section 5.04 Assignment; Parties in Interest.

This Plan of Conversion shall be binding upon, and inure solely to the benefit of, the Corporation and the LLC and their respective successors and assigns, but shall not be assigned by the Corporation or the LLC, by operation of law or otherwise, without the prior written consent of the other party. Nothing in this Plan of Conversion, expressed or implied, is intended to confer upon any other person any rights or remedies of any nature whatsoever under or by reason of this Plan of Conversion. Notwithstanding the foregoing, the Directors, officers, employees and shareholders (and former shareholders) of the Corporation shall be third party beneficiaries of Section 4.

Section 5.05 Prior Acts Superseded.

Except as otherwise provided herein, this Plan of Conversion supersedes any other agreement, whether written or oral, that may have been made or entered into by the Corporation or by any of its officers relating to the Conversion. This Plan of Conversion constitutes the entire agreement by the Corporation relating to the Conversion, and there are no agreements or commitments with respect to the Conversion except as set forth herein.

Section 5.06 Captions and Counterparts.

The captions in this Plan of Conversion are for convenience only and shall not be considered a part of, or affect the construction or interpretation of, any provision of this Plan of Conversion. This Plan of Conversion may be executed in several counterparts, each of which shall be deemed an original and all of which together constitute one and the same instrument.

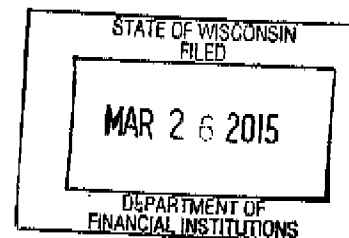
Section 5.07 Governing Law.

This Plan of Conversion shall be construed and interpreted in accordance with the laws of the State of Wisconsin.

* * * * *

Exhibit B

State of Wisconsin
Department of Financial Institutions

**ARTICLES OF ORGANIZATION - LIMITED LIABILITY COMPANY**

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:**
 Gehl Foods, LLC
- Article 2. **The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.**
- Article 3. **Name of the initial registered agent:**
 Katherine M. Gehl
- Article 4. **Street address of the initial registered office:**
 N116 W15970 Main Street, PO Box 1004, Germantown, WI 53022
- Article 5. **Management of the limited liability company shall be vested in:**
 Manager
- Article 6. **Name and complete address of each organizer:**

 Jordan J. Bergmann
 c/o Foley & Lardner LLP
 777 East Wisconsin Avenue
 Milwaukee, Wisconsin 53202

This document was drafted by:
Jordan J. Bergmann, c/o Foley & Lardner LLP, 777 E. Wisconsin Ave.,
Milwaukee, Wisconsin 53202

Fee simple ownership interest ☐ Yes ☐ No (for DFI use only)

CERTIFICATE OF CONVERSION

Jordan J. Bergmann
c/o Foley & Lardner LLP
777 East Wisconsin Avenue
Milwaukee, Wisconsin 53202

▲ Enter your return address within the bracket above.

Phone number during the day: (414) 297 - 4933

INSTRUCTIONS (Cont'd)

4. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is **optional**.
5. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.
6. Provide the name of the business entity's registered agent and the address of its registered office **prior** to conversion. If the business entity is a domestic limited partnership, also provide the address of its record office.
7. Provide the name of the business entity's registered agent and the address of its registered office **after** conversion. If the business entity after conversion will be a domestic limited partnership, also provide the address of its record office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.
8. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

CERTIFICATE OF CONVERSION - Ch. 180

GEHL FOODS, INC.

Received Date: 3/26/2015

Filed Date: 3/26/2015

Filing Fee: \$150.00

Expedited Fee: \$25.00

Entity ID#: 1G02562

Total Fee: \$175.00

Converts a WI domestic Corp (Chap 180) into a WI domestic LLC (Chap 183)

Name Change

Effective Date: March 26, 2015

FSOI: YES

OOS# 201503204222248