

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4492692

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	08/29/2014
CONVEYING PARTY DATA	
Name	Execution Date
FRANCIS TORQ/LITE, INC.	08/29/2014
NEWLY MERGED ENTITY DATA	
Name	Execution Date
TORQ/LITE, LLC	08/29/2014
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	TORQ/LITE, LLC
Street Address:	#8 DUFRESNE LOOP
City:	LULING
State/Country:	LOUISIANA
Postal Code:	70070
PROPERTY NUMBERS Total: 2	
Property Type	Number
Application Number:	14625847
Application Number:	61941558
CORRESPONDENCE DATA	
Fax Number:	(225)926-2685
<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:	5046442860
Email:	BAN@ROYKIESEL.COM
Correspondent Name:	BRETT A NORTH
Address Line 1:	4343 LOVELAND STREET
Address Line 2:	SUITE A
Address Line 4:	METAIRIE, LOUISIANA 70006
ATTORNEY DOCKET NUMBER:	25119.52-BAN
NAME OF SUBMITTER:	BRETT A. NORTH
SIGNATURE:	/BRETT NORTH#42040/
DATE SIGNED:	07/06/2017

PATENT

Total Attachments: 4

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**CONVERSION APPLICATION
OF
FRANCIS TORQ/LITE, INC.
(a Louisiana corporation Charter #34875980D)
into
TORQ/LITE, LLC
(a Louisiana limited liability company)
(Filed pursuant to La. R.S. 12:1603)**

I.

The name of the converting entity is Francis Torq/Lite, Inc., a Louisiana corporation ("Converting Entity"). The name of the converted entity shall be TORQ/LITE, LLC, a Louisiana limited liability company ("Converted Entity").

II.

The Converted Entity will be a limited liability company governed by the Louisiana Limited Liability Company Law, La. R.S. 12:1301, *et seq.* (as amended from time to time or any successor statute, the "Act").

III.

The Converting Entity is continuing its existence in the organizational form of the Converted Entity.

IV.

Upon effectiveness of the conversion to be effected by this Conversion Application (the "Conversion"), each outstanding share of common stock, no par value per share, of the Converting Entity, shall be converted into a corresponding percentage of membership interest in the Converted Entity in the same ratio that each shareholder's outstanding shares bear to the total number of outstanding shares; with Dale L. Francis, as the sole shareholder of the Corporation, becoming the holder of 100% of the membership interests in the Converted Entity.

V.

The Conversion has been authorized and approved in accordance with La. R.S. 12:1601, *et seq.* by each of the sole shareholder and sole director of the Converting Entity.

VI.

The Conversion shall be effective on the 29th day of August, 2014.

VII.

Upon the effectiveness of the Conversion, the Articles of Organization of the Converted Entity, as provided shall read in their entirety as follows:

* * * * *

**ARTICLE I
Name**

The name of this limited liability company ("Company") shall be:

TORQ/LITE, LLC

**ARTICLE II
Purpose**

The purpose of the Company shall be to engage in any lawful activity for which limited liability companies may be formed under the Act.

**ARTICLE III
Management**

The Company shall be managed by a Manager, who shall be a Member - initially Dale L. Francis. The Manager shall be elected by the Members as provided in the operating agreement of the Company as may be in effect from time to time. The vote, consent, or approval of the Members shall not be required for (a) the incurrence of any indebtedness by the Company (whether or not in the ordinary course of business), (b) the sale, exchange, lease, mortgage, pledge or other transfer of all or substantially all of the assets of the Company or (c) the alienation, lease, or encumbrance of any immovable and other real property of the Company, all of which may be authorized by the Manager. Any limitation on the ability of the Manager to bind the Company is contained in a written operating agreement.

Persons dealing with the Company may rely upon a certificate of a Manager to establish the membership of any Member, the authenticity of any records of the Company or the authority of any person to act on behalf of the Company.

**ARTICLE IV
Term**

The Company shall have perpetual existence, unless dissolved sooner as provided in the operating agreement of the Company.

ARTICLE V Membership Interests

The membership interests (as defined in the Act) of the members of the Company shall be divided into and consist of percentages of membership interests ("Interest"). Each percentage Interest shall be in all economic respects equal to every other Interest, including all rights to dividends, distributions and the assets of the Company, and Members shall be entitled to one vote for each percentage Interest held on all matters for which members are entitled to vote. Interest in the Company shall equal 100%.

The rights represented by the Interests shall include: (i) the right to receive liquidating distributions and such other dividends and distributions authorized from time to time by the board of directors from the Company; and (ii) all other rights, benefits and privileges enjoyed by the members (under the Act, these Articles of Organization or the operating agreement of the Company) in their capacity as members, including rights to vote, consent and approve. Interest shall be issued, and the holders thereof admitted as Members, for such consideration as determined by the Manager. The Interest may, but need not be, represented by certificates in such form as determined by the Manager. Upon issuance, each Interest shall be non-assessable.

All distributions made by the Company shall be determined by the Manager and shall be identical with respect to each outstanding Interest. No Member shall be required to make any additional contribution to the capital of the Company after issuance of each member's Interest.

ARTICLE VI Limitation of Liability and Indemnification

Pursuant to La. R.S. §12.1315, and except as otherwise expressly provided by applicable law, no member, manager, employee or agent of the Company is or shall be liable, solely by reason of being a member, manager, employee or agent of the Company, for any debt, obligation or liability of the Company.

Each former, present or future manager, shall be and is hereby indemnified by the Company from and against any and all judgments, settlements, penalties, fines and expenses (including reasonable legal fees and expenses) to the extent indemnification would be either mandatory or permissive under Section 83 of the Louisiana Business Corporation Law, La. R.S. §12.1, *et. seq.*, as amended, if such manager were an officer or director of a Louisiana business corporation.

A manager may cause the Company to procure or maintain insurance to the extent such insurance would be permitted under La. R.S. §12:83(F) if the Company were a Louisiana business corporation. Neither the amendment nor repeal of this Article V, nor the adoption of any provision of these Articles inconsistent with this Article V, shall eliminate or reduce the protection afforded by this Article V to each manager of the Company with respect to any action or inaction occurring prior to the effective time of such amendment, repeal or adoption.

IN WITNESS WHEREOF, the undersigned authorized officer of the Converting Entity has executed this Conversion Application on this 29th day of August 2014, to be effective August 29th 2014.

WITNESSES:

FRANCIS TORQ/LITE, INC., converting into TORQ/LITE, LLC

By: [Signature]
Name: NICHOLAS FRANCES

By: [Signature]
Name: FRANCISCO J. CESTERO
Title: CEO

By: [Signature]
Name: O.J. BERNARDI, JR.

[Signature]
NOTARY PUBLIC



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