

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5629875

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	CHANGE OF NAME	
CONVEYING PARTY DATA		
	Name	Execution Date
	REDDY ICE CORPORATION	07/01/2019
RECEIVING PARTY DATA		
Name:	REDDY ICE LLC	
Street Address:	5720 LBJ FREEWAY	
Internal Address:	SUITE 200	
City:	DALLAS	
State/Country:	TEXAS	
Postal Code:	75240	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	16136826
CORRESPONDENCE DATA		
Fax Number:	(214)200-0853	
<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:	2146515000	
Email:	ipdocketing@haynesboone.com	
Correspondent Name:	HAYNES AND BOONE, LLC	
Address Line 1:	2323 VICTORY AVENUE	
Address Line 2:	SUITE 700	
Address Line 4:	DALLAS, TEXAS 75219	
ATTORNEY DOCKET NUMBER:	33878.208US03	
NAME OF SUBMITTER:	LESLIE AUSTIN	
SIGNATURE:	/Leslie Austin/	
DATE SIGNED:	07/22/2019	
Total Attachments: 6		
source=5 - 02. Reddy Ice LLC - Articles of Conversion - 2019#page1.tif		
source=5 - 02. Reddy Ice LLC - Articles of Conversion - 2019#page2.tif		
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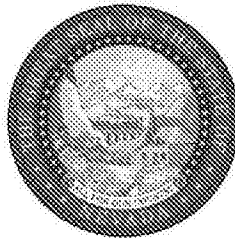
STATE OF NEVADA

BARBARA K. CEGAVSKE

Secretary of State

KIMBERLEY PERONDI

*Deputy Secretary
for Commercial Recordings*



OFFICE OF THE
SECRETARY OF STATE

Commercial Recordings Division

202 N. Carson Street
Carson City, NV 89701-4201
Telephone (775) 684-5708
Fax (775) 684-7138

Certified Copy

July 1, 2019

Job Number: C20190701-0237

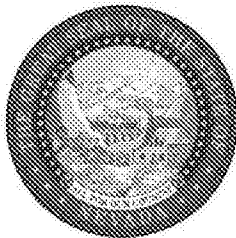
Reference Number: 00011371691-39

Expedite:

Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20190281226-73	Convert In	2 Pages/1 Copies
20190281227-84	Articles of Organization	2 Pages/1 Copies



Respectfully,

A handwritten signature in cursive script that reads "Barbara K. Cegavske".

Barbara K. Cegavske
Secretary of State

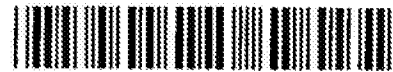
Certified By: Ashley Pion
Certificate Number: C20190701-0237

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4201
Telephone (775) 684-5708
Fax (775) 684-7138

PATENT
REEL: 049825 FRAME: 0610



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov



140304

Articles of Conversion

(PURSUANT TO NRS 92A.205)

Page 1

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20190281226-73 Filing Date and Time 07/01/2019 8:00 AM Entity Number C19533-1998
----------------------------------------------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

PLEASE NOTE: The charter document for the resulting entity *must* be submitted/filed simultaneously with the articles of conversion.

Articles of Conversion (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Reddy Ice Corporation	
Name of constituent entity	
Nevada	Corporation
Jurisdiction	Entity type *
and,	
Reddy Ice LLC	
Name of resulting entity	
Nevada	Limited Liability Company
Jurisdiction	Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- ☐ The entire plan of conversion is attached to these articles.
- ☒ The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- ☐ The complete executed plan of conversion for the resulting domestic limited *partnership* is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1
Revised: 1-5-15

PATENT
REEL: 049825 FRAME: 0611



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov

Articles of Conversion

(PURSUANT TO NRS 92A.205)

Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn:

c/o:

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: Time:

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Reddy Ice Corporation

Name of constituent entity

X

Signature

EVP, CFO and Treasurer

Title

July 1, 2019

Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
Revised: 1-5-15

PATENT
REEL: 049825 FRAME: 0612



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov



050106

Articles of Organization Limited-Liability Company (PURSUANT TO NRS CHAPTER 86)

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20190281227-84 Filing Date and Time 07/01/2019 8:00 AM Entity Number C19533-1998
----------------------------------------------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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1. Name of Limited-Liability Company: (must contain approved limited-liability company wording; see instructions)	Reddy Ice LLC	Check box if a Series Limited-Liability Company <input type="checkbox"/>	Check box if a Restricted Limited-Liability Company <input type="checkbox"/>
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: C T Corporation System Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) <input type="checkbox"/> Office or Position with Entity (name and address below) Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity Street Address City Nevada Zip Code Mailing Address (if different from street address) City Nevada Zip Code		
3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual):		
4. Management: (required)	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) OR <input type="checkbox"/> Member(s) (check only one box)		
5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) Deborah Conklin Name 5720 LBJ Freeway, Suite 200 Dallas TX 75240 Street Address City State Zip Code 2) Steven Janusek Name 5720 LBJ Freeway, Suite 200 Dallas TX 75240 Street Address City State Zip Code 3) Michael Salvator Name 5720 LBJ Freeway, Suite 200 Dallas TX 75240 Street Address City State Zip Code		
6. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State. Renee Blango-Michie Name Organizer Signature 100 N. City Parkway, Suite 1600 Las Vegas NV 89106 Address City State Zip Code		
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. If the registered agent is unable to sign the Articles of Organization, submit a separate signed Registered Agent Acceptance form. <input checked="" type="checkbox"/> <i>Cardell Rankin</i> Cardell Rankin, Asst. Secretary Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity 06/28/2019 Date		

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 86 OLLC
Articles Revised: 9-26-17

PATENT
REEL: 049825 FRAME: 0613

ATTACHMENT TO
ARTICLES OF ORGANIZATION
OF
REDDY ICE LLC

The articles of organization (the "Articles of Organization") of Reddy Ice LLC (the "Company") consist of the articles set forth on the preceding page and the additional articles set forth on this attachment as follows:

5. Name and Address of Managers (continued)

Name: Adam Cohn

Address: 5720 LBJ Freeway, Suite 200, Dallas TX 75240

8. Payment of Expenses.

In addition to any other rights of indemnification permitted by the laws of the State of Nevada as may be provided for by the Company in these Articles of Organization, the Company's operating agreement or any other agreement, the expenses of any member or manager incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding arising by reason of the fact that such member or manager is or was a member or manager of the Company, must be paid by the Company, or through insurance purchased and maintained by the Company or through other financial arrangements made by the Company as permitted by the laws of the State of Nevada, as such expenses are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an unsecured undertaking by or on behalf of such member or manager to repay the amount if it is ultimately determined by a court of competent jurisdiction that such member or manager is not entitled to be indemnified by the Company.

Any repeal or modification of this Article 8 approved by the members of the Company shall be prospective only. In the event of any conflict between this Article 8 and any other article of these Articles of Organization, the terms and provisions of this Article 8 shall control.

9. Special Provision Regarding Distributions.

Notwithstanding anything to the contrary in these Articles of Organization or the operating agreement of the Company, the Company is hereby specifically permitted to make any distribution that otherwise would be prohibited by Nevada Revised Statutes 86.343(1)(b).

* * * * *

**INITIAL/ANNUAL LIST OF MANAGERS OR MANAGING MEMBERS AND STATE
BUSINESS LICENSE APPLICATION OF:**

Reddy Ice LLC

NAME OF LIMITED-LIABILITY COMPANY

ENTITY NUMBER

FOR THE FILING PERIOD OF July-2019 TO July-2020

USE BLACK INK ONLY - DO NOT HIGHLIGHT

****YOU MAY FILE THIS FORM ONLINE AT www.nvsilverflume.gov****

☒ Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

IMPORTANT: Read instructions before completing and returning this form.

- Print or type names and addresses, either residence or business, for all manager or managing members. A Manager, or if none, a Managing Member of the LLC must sign the form. **FORM WILL BE RETURNED IF UNSIGNED.**
- If there are additional managers or managing members, attach a list of them to this form.
- Return completed form with the fee of \$150.00. A \$75.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
- State business license fee is \$200.00. Effective 2/1/2010, \$100.00 must be added for failure to file form by deadline.
- Make your check payable to the Secretary of State.
- Ordering Copies:** If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
- Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5706.
- Form must be in the possession of the Secretary of State on or before the last day of the month in which it is due. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties. Failure to include annual list and business license fees will result in rejection of filing.

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Filed in the office of *Barbara K. Cegavske*
Barbara K. Cegavske
Secretary of State
State of Nevada

Document Number
20190281228-95

Filing Date and Time
07/01/2019 8:00 AM

Entity Number
C19533-1998

ANNUAL LIST FILING FEE: \$150.00 LATE PENALTY: \$75.00 (if filing late)

BUSINESS LICENSE FEE: \$200.00 LATE PENALTY: \$100.00 (if filing late)

CHECK ONLY IF APPLICABLE AND ENTER EXEMPTION CODE IN BOX BELOW

☐ Pursuant to NRS Chapter 76, this entity is exempt from the business license fee. Exemption code:

NRS 76.020 Exemption Codes

001 - Governmental Entity

008 - NRS 680B.020 Insurance Co.

NOTE: If claiming an exemption, a notarized Declaration of Eligibility form must be attached. Failure to attach the Declaration of Eligibility form will result in rejection, which could result in late fees.

NAME

Deborah Conklin

MANAGER OR MANAGING MEMBER

ADDRESS

5720 LBJ Freeway, Suite 200

CITY

Dallas

STATE

TX

ZIP CODE

75240

NAME

Steven Janusek

MANAGER OR MANAGING MEMBER

ADDRESS

5720 LBJ Freeway, Suite 200

CITY

Dallas

STATE

TX

ZIP CODE

75240

NAME

Michael Salvator

MANAGER OR MANAGING MEMBER

ADDRESS

5720 LBJ Freeway, Suite 200

CITY

Dallas

STATE

TX

ZIP CODE

75240

NAME

Adam Cohn

MANAGER OR MANAGING MEMBER

ADDRESS

5720 LBJ Freeway, Suite 200

CITY

Dallas

STATE

TX

ZIP CODE

75240

None of the managers or managing members identified in the list of managers and managing members has been identified with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of a manager or managing member in furtherance of any unlawful conduct.

I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

X

Signature of Manager, Managing Member or
Other Authorized Signature

Title

Manager

Date

July 1, 2019

Nevada Secretary of State List
ManorMem

Form: 100403 Revised: 7-1-17

PATENT

RECORDED: 07/22/2019

REEL: 049825 FRAME: 0615