

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM410958

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
NEWPAGE WISCONSIN SYSTEM INC.		12/07/2016	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	VERSO MINNESOTA WISCONSIN LLC		
<b>Street Address:</b>	6775 Lenox Center Court, Suite 400		
<b>City:</b>	Memphis		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	38115-4436		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3776221	ARBOR PLUS	
<b>Registration Number:</b>	3382440	ARBORWEB	
<b>Registration Number:</b>	3382439	ARBORWEB PLUS	
<b>Registration Number:</b>	3548322	BLAZER DIGITAL	
<b>Registration Number:</b>	0822881	CONSOLIDATED	
<b>Registration Number:</b>	2777443	ED	
<b>Registration Number:</b>	2629455	GUSTO	
<b>Registration Number:</b>	1268601	POINT	
<b>Registration Number:</b>	0579130	PRODUCTOLITH	
<b>Registration Number:</b>	3597172	PRODUCTOLITH PTS. DIGITAL	
<b>Registration Number:</b>	3530816	VOYAGER	
<b>Registration Number:</b>	1550925	ULTRAWEB	
<b>Registration Number:</b>	1611731	SUPERIOR GLOSS	
<b>Registration Number:</b>	2014920	SUPERIOR HQ	
<b>Registration Number:</b>	2583466	UNI-THERM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9015770783		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

OP \$390.00 3776221

TRADEMARK

*using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 901-579-3128  
**Email:** trademarks@bakerdonelson.com  
**Correspondent Name:** Wendy Robertson  
**Address Line 1:** 6060 Poplar Avenue, Suite 440  
**Address Line 4:** Memphis, TENNESSEE 38119

<b>ATTORNEY DOCKET NUMBER:</b>	2905321-13
<b>NAME OF SUBMITTER:</b>	Wendy Robertson
<b>SIGNATURE:</b>	/wrobertson/
<b>DATE SIGNED:</b>	01/04/2017

**Total Attachments: 5**

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source=07 VERSO MINNESOTA WISCONSIN LLC - DE - CONVERSION FORMATION#page2.tif  
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source=07 VERSO MINNESOTA WISCONSIN LLC - DE - CONVERSION FORMATION#page5.tif

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A WISCONSIN CORPORATION UNDER THE NAME OF "NEWPAGE WISCONSIN SYSTEM INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NEWPAGE WISCONSIN SYSTEM INC." TO "VERSO MINNESOTA WISCONSIN LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF DECEMBER, A.D. 2016, AT 7:42 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTIETH DAY OF DECEMBER, A.D. 2016 AT 11 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6242057 8100F  
SR# 20166965042

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203469469  
Date: 12-07-16

**TRADEMARK**  
**REEL: 005958 FRAME: 0166**

**CERTIFICATE OF CONVERSION  
TO  
LIMITED LIABILITY COMPANY  
OF  
NEWPAGE WISCONSIN SYSTEM INC.  
TO  
VERSO MINNESOTA WISCONSIN LLC**

This Certificate of Conversion to Limited Liability Company, dated as of December 7, 2016, has been duly executed and is being filed by NewPage Wisconsin System Inc., a Wisconsin corporation (the "Corporation"), to convert the Corporation to Verso Minnesota Wisconsin LLC, a Delaware limited liability company (the "LLC") under Section 180.1161 of the Wisconsin Business Corporation Law and the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

1. The Corporation filed its original certificate of incorporation with the Secretary of State of the State of Wisconsin and was first incorporated on February 21, 2000 in the State of Wisconsin, and was incorporated in the State of Wisconsin immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.

2. The Corporation's name and type of entity immediately prior to the filing of this Certificate of Conversion to Limited Liability Company were (1) NewPage Wisconsin System Inc. and (2) Wisconsin corporation.

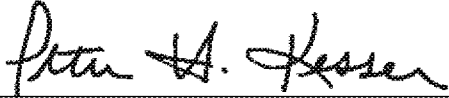
3. The name of the LLC into which the Corporation shall be converted as set forth in its certificate of formation is Verso Minnesota Wisconsin LLC.

4. The conversion of the Corporation to the LLC shall be effective at 11:00 a.m. Eastern time on December 20, 2016.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

**NEWPAGE WISCONSIN SYSTEM INC.**

By:   
Peter H. Kesser  
President

# Delaware

The First State

Page 1

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 FORMATION OF "VERSO MINNESOTA WISCONSIN LLC" FILED IN THIS OFFICE ON THE SEVENTH DAY OF DECEMBER, A.D. 2016, AT 7:42 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTIETH DAY OF DECEMBER, A.D. 2016 AT 11 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6242057 8100F  
SR# 20166965042

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 203469469  
Date: 12-07-16

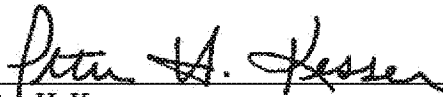
**TRADEMARK**  
**REEL: 005958 FRAME: 0169**

**CERTIFICATE OF FORMATION  
OF  
VERSO MINNESOTA WISCONSIN LLC**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:42 PM 12/07/2016  
FILED 07:42 PM 12/07/2016  
SR 20166965042 - File Number 6242057

1. The name of the limited liability company is Verso Minnesota Wisconsin LLC.
2. The address of its registered office in the State of Delaware is 850 New Burton Road, Suite 201, Dover, Delaware 19904. The name of its registered agent at such address is National Corporate Research, Ltd.
3. This Certificate of Formation shall be effective at 11:00 a.m. Eastern time on December 20, 2016.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Formation on this 7th day of December, 2016.

By:   
Peter H. Kesser  
Authorized Person