

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM531715

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Reddy Ice Corporation		07/01/2019	Corporation: NEVADA
RECEIVING PARTY DATA			
Name:	Reddy Ice LLC		
Street Address:	5720 LBJ Freeway, Suite 200		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75240		
Entity Type:	Limited Liability Company: NEVADA		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	1533504	CITY ICE	
Registration Number:	3234275	CRYSTAL CLASSIC CUBES	
Registration Number:	3234276	CRYSTAL CLASSIC CUBES GOURMET ICE CUBES	
Registration Number:	1574073	PREMIUM ICE	
Registration Number:	2680967	REDDY	
Registration Number:	2686355	REDDY ICE	
Registration Number:	2874281	REDDYICE	
Registration Number:	1242718	THE ICE FACTORY	
Registration Number:	4717743	REDDYICE	
Registration Number:	4747680	REDDY911	
Registration Number:	4753128	REDDY24/7	
Registration Number:	5297789	VALUE ICE	
Registration Number:	5297790	VALUE ICE	
CORRESPONDENCE DATA			
Fax Number:	2142000853		
<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:	214.651.5304		
Email:	jessica.foda@haynesboone.com		

OP \$340.00 1533504

Correspondent Name: Mike McArthur, Haynes and Boone, LLP
Address Line 1: 2323 Victory Avenue, Suite 700
Address Line 4: Dallas, TEXAS 75219

ATTORNEY DOCKET NUMBER: 33878.11

NAME OF SUBMITTER: Mike McArthur

SIGNATURE: /Mike McArthur/

DATE SIGNED: 07/12/2019

Total Attachments: 6

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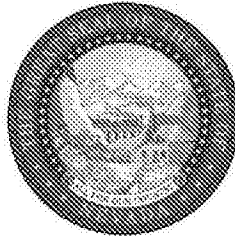
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STATE OF NEVADA

BARBARA K. CEGAVSKE
Secretary of State

KIMBERLEY PERONDI
*Deputy Secretary
for Commercial Recordings*



Commercial Recordings Division

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

OFFICE OF THE
SECRETARY OF STATE

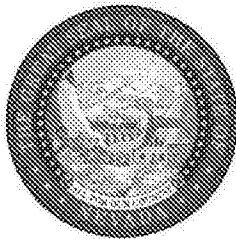
Certified Copy

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,

Barbara K. Cegavske
Secretary of State

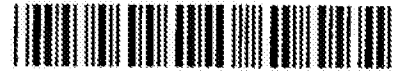
Certified By: Ashley Pion
Certificate Number: C20190701-0237

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

TRADEMARK
REEL: 006693 FRAME: 0256



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>	Document Number 20190281226-73
Barbara K. Cegavske Secretary of State State of Nevada	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
 Jurisdiction

Corporation
 Entity type *

and,

Reddy Ice LLC
 Name of resulting entity

Nevada
 Jurisdiction

Limited Liability Company
 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

TRADEMARK
REEL: 006693 FRAME: 0257



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

Name of constituent entity

X

Signature

Title

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.

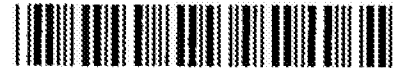
This form must be accompanied by appropriate fees.

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

TRADEMARK
REEL: 00693 FRAME: 0258



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 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
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050106

Articles of Organization Limited-Liability Company

(PURSUANT TO NRS CHAPTER 86)

Filed in the office of <i>Barbara K. Cegavske</i>	Document Number 20190281227-84
Barbara K. Cegavske Secretary of State State of Nevada	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: <u>C T Corporation System</u> Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <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 _____ Nevada _____ Street Address City Zip Code _____ Nevada _____ Mailing Address (if different from street address) City 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) <u>Deborah Conklin</u> Name		
	<u>5720 LBJ Freeway, Suite 200</u> Street Address	<u>Dallas</u> City	<u>TX</u> <u>75240</u> State Zip Code
	2) <u>Steven Janusek</u> Name		
	<u>5720 LBJ Freeway, Suite 200</u> Street Address	<u>Dallas</u> City	<u>TX</u> <u>75240</u> State Zip Code
	3) <u>Michael Salvator</u> Name		
	<u>5720 LBJ Freeway, Suite 200</u> Street Address	<u>Dallas</u> City	<u>TX</u> <u>75240</u> 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. <u>Renee Blango-Michie</u> Name <input checked="" type="checkbox"/> <u>Renee Blango-Michie</u> Organizer Signature <u>100 N. City Parkway, Suite 1600</u> Address <u>Las Vegas</u> <u>NV</u> <u>89106</u> 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"/> <u>Cardell Rankin</u> <u>Cardell Rankin, Asst. Secretary</u> Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity <u>06/28/2019</u> Date		

This form must be accompanied by appropriate fees.

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

TRADEMARK
 REEL: 006693 FRAME: 0259

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

ENTITY NUMBER

NAME OF LIMITED-LIABILITY COMPANY

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) 684-5796.
- 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.

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

ABOVE SPACE IS FOR OFFICE USE ONLY

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

NRS 76.020 Exemption Codes

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

- 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