

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, **KIM WYMAN**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

**CERTIFICATE OF FORMATION**

to

**CFF ACQUISITION LLC**

a/an WA Limited Liability Company. Charter documents are effective on the date indicated below.

Date: 12/22/2014

UBI Number: 603-461-757



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

*Kim Wyman*

Kim Wyman, Secretary of State

Date Issued: 12/23/2014

FILED  
SECRETARY OF STATE

*State of Washington*

12/22/2014  
STATE OF WASHINGTON

**Secretary of State**

CORPORATIONS DIVISION  
James M. Dolliver Building  
801 Capitol Way South  
PO Box 40234  
Olympia WA 98504-0234  
360.725.0377

**Initial Report**

**Application ID** 3241487

**Associated App ID** 3241485

**Entity Name** CFF ACQUISITION LLC

**UBI Number**

**Corporation Type** Limited Liability Company

**603 461 757**

**Tracking ID** 2898506

**Validation ID** 2806765-002

**Date Submitted for Filing** 12/22/2014

**Filing Due Date**

**State of Incorporation** WA

**Inc./Qual Date** 12/22/2014

**Nature of Business** Manufacture and sell shoes and other goods

**Contact Information**

**Contact Name** Becca Guillote

**Contact Address** 520 Pike St  
Suite 2500  
Seattle  
WA  
98101

**Contact Email** becca@freevectoradvisors.com

**Contact Phone** 206-981-2880

## Registered Agent Information

### Agent is Entity

**Agent Name** Free Vector Corporate Services LLC

**Agent Street Address** 520 Pike St  
STE 2500  
Seattle  
WA  
98101

**Agent Mailing Address** PO Box 1884

Snohomish  
WA  
98291

**Agent Email Address** becca@freevectoradvisors.com

## Place of Business

**Place of Business is in US** Yes

**Street Address** 275 118th Ave SE  
STE 200  
Bellevue  
WA  
98005

## Member/Manager

**Manager #1 Name** Casey Stenzel  
275 118th Ave  
SE  
STE 200  
Bellevue, WA  
98005

**Manager #2**

**Name** Federico  
Michanie  
275 118th Ave  
SE  
STE 200  
Bellevue, WA  
98005

**Manager #3 Name** Matthew  
Griffin  
280 NE Birch  
St  
Issaquah, WA  
98027

**Manager #4 Name** Donald Lee  
1822 W Yarnell  
St  
West Covina, CA  
91790

**Manager #5 Name** Andy Sewrey  
245 NW Alder Ct  
Issaquah, WA  
98027

**Execution Information**

**Executed By** Becca Guillote

FILED  
SECRETARY OF STATE

12/22/2014  
STATE OF WASHINGTON

UBI 603 461 757

*State of Washington*

## Secretary of State

CORPORATIONS DIVISION  
James M. Dolliver Building  
801 Capitol Way South  
PO Box 40234  
Olympia WA 98504-0234  
360.725.0377

**Limited Liability Company**

### Office Information

**Application ID** 3241485

**Tracking ID** 2898506

**Validation ID** 2806765-001

**Date Submitted for Filing:** 12/22/2014

### Contact Information

**Contact Name** Becca Guillote

**Contact Address** 520 Pike St  
Suite 2500  
Seattle  
WA  
98101

**Contact Email** [becca@freevectoradvisors.com](mailto:becca@freevectoradvisors.com)

**Contact Phone** 206-981-2880

## Certificate of Formation

**Preferred Name** CFF ACQUISITION LLC

**Physical Address** 275 118th Ave SE  
STE 200  
Bellevue  
WA  
98005

**Purpose**

Any Lawful Purpose

**Duration** Perpetual

**Formation Date** Effective Upon Filing by the Secretary of State

**Expiration Date** 12/31/2015

**Limited Liability Company Management** Manager

**Limited Liability Company mailing Address** Reg Agent

**Members Signature** On File

## Registered Agent Information

**Agent is Entity**

**Agent Name** Free Vector Corporate Services LLC

**Agent Street Address** 520 Pike St  
STE 2500  
Seattle  
WA  
98101

**Agent Mailing Address** PO Box 1884  
Snohomish  
WA  
98291

**Agent Email Address** [becca@freevectoradvisors.com](mailto:becca@freevectoradvisors.com)

## Executors Information

**Executor #1**

**Executor Name** Casey Stenzel

**Executor Title** Executor

**Executor Address** 275 118th Ave SE  
STE 200  
Bellevue  
WA  
98005

**Executor #2**

**Executor Name** Matthew Griffin

**Executor Title** Executor

**Executor Address**

280 NE Birch St  
Issaquah  
WA  
98027

**Submitter Information**

**Submitted By** Becca Guillote

02/09/16 3104773-002  
\$60.00 R  
tid: 3177194

**FILED**  
**February 9, 2016**  
**Secretary of State**  
**State of Washington**

**ARTICLES OF CONVERSION**  
**OF**  
**CFF ACQUISITION LLC**

CFF ACQUISITION LLC, a limited liability company duly organized and existing under and by the virtue of the Revised Code of Washington of the State of Washington does hereby state as follows:

1. The name of the converting limited liability company is CFF Acquisition LLC (the "*Converting Company*"). The Converting Company is a limited liability company formed under the laws of the State of Washington, and the date of filing of its original articles of organization with the Secretary of State is December 22, 2014.
2. The name of the business entity into which the Converting Company is to be converted is Combat Flip Flops, LLC (the "*Converted Company*"). The Converted Company will be a limited liability company formed under the laws of the State of Delaware.
3. The conversion shall be effective upon filing of these Articles of Conversion.
4. The conversion has been approved in accordance with Chapter 25.15 of the Revised Code of Washington and Section 18-216 of the Delaware Limited Liability Company Act.
5. The Converted Company may be served with process in the State of Washington in any action, suit or proceeding for enforcement of any obligation of the Converted Company arising while it was a limited liability company of the State of Washington, and that it irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.
6. The address to which a copy of the process shall be mailed to by the Secretary of State is:  
Combat Flip Flops 275 118<sup>th</sup> AVE SE Suite 200 Bellevue, WA 98005

IN WITNESS WHEREOF, the undersigned has executed these Articles of Conversion on this   1   day of   February  , 2016.

CFF ACQUISITION LLC

DocuSigned by:  
Matthew Griffin  
By: 0510FED04E7B48E  
Name: Matthew Griffin  
Title: CEO

# 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 WASHINGTON LIMITED LIABILITY COMPANY UNDER THE NAME OF "CFE ACQUISITION LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CFE ACQUISITION LLC" TO "COMBAT FLIP FLOPS, LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF FEBRUARY, A.D. 2016, AT 6:09 O`CLOCK P.M.*



  
Jeffrey W. Bullock, Secretary of State

5956829 8100F  
SR# 20160634218

Authentication: 201797593  
Date: 02-08-16

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

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:09 PM 02/05/2016  
FILED 06:09 PM 02/05/2016  
SR 20160634218 - File Number 5956829

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Washington.
- 2.) The jurisdiction immediately prior to filing this Certificate is Washington.
- 3.) The date the Non-Delaware Limited Liability Company first formed is 12/22/2014.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is CFF Acquisition LLC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Combat Flip Flops, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 1 day of February, A.D. 2016.

By: Matthew Griffin, CEO, CFF Acquisition LLC

Authorized Person

DocuSigned by:

Matthew Griffin

Name:

D510FD194F7B4DF...

Print or Type

# 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 "COMBAT FLIP FLOPS, LLC" FILED IN THIS OFFICE ON THE FIFTH DAY OF FEBRUARY, A.D. 2016, AT 6:09 O`CLOCK P.M.*



  
Jeffrey W. Bullock, Secretary of State

5956829 8100F  
SR# 20160634218

Authentication: 201797593  
Date: 02-08-16

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

STATE of DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE of FORMATION

• **First:** The name of the limited liability company is Combat Flip Flops,  
LLC

• **Second:** The address of its registered office in the State of Delaware is 1675  
South State St, STE B in the City of Dover  
Zip Code 19901.

The name of its Registered agent at such address is Capitol Services,  
Inc.

• **Third:** (Insert any other matters the members determine to include herein.)

**In Witness Whereof**, the undersigned have executed this Certificate of Formation this  
1 day of February, 2016.

By: Matthew Griffin, CEO, CFF Acquisition LLC

Authorized Person(s)  
Name: Matthew Griffin  
DS10BF94F7B4BF  
Typed or Printed