Allonge BOTW

Category	Legal Documents
Date	@July 25, 2019
File	7.25.19 Allonge to Promissory (BOTW).pdf
Summary	An allonge is used to assign a $3,970,000 promissory note from Two Sisters Dairy, LLC to Bank of the West, confirming the endorsement and transfer of rights. This transfer establishes a clear chain of title and complies with UCC requirements, without altering the note's terms. The endorsement indicates full ownership transfer, while Proton Power remains liable for payment obligations.

Document Title:

Allonge to Promissory Note — Assignment from Two Sisters Dairy, LLC to Bank of the West

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Context

This document is an *Allonge*—a legal instrument used to assign rights to a negotiable instrument—specifically referring to a **$3,970,000 promissory note** originally executed on **July 25, 2019** by **Proton Power, Inc.** in favor of **Two Sisters Dairy, LLC**. The allonge attaches to the original note and evidences the formal **endorsement and transfer of rights** from the original payee (Two Sisters Dairy, LLC) to a third-party financial institution: **Bank of the West**.

Objectives

- To **endorse and assign** the promissory note to **Bank of the West**, making it the lawful holder of the note.

- To establish clear **chain of title** to the note in case of enforcement, collection, or collateral rights.
- To comply with the **Uniform Commercial Code (UCC)** requirements for negotiable instruments and secured transactions.

Scope of the Document

- Applies specifically and solely to the **$3.97M note** dated **July 25, 2019**.
- Does **not alter** the principal, interest, or repayment terms of the note itself.
- Becomes a permanent legal attachment to the original note for enforcement and collateral purposes.
- Executed by **Two Sisters Dairy, LLC**, the original payee, as the transferring party.

Analysis

- The language "Pay to the order of Bank of the West" confirms **unconditional endorsement**, transferring full ownership and control of the note.
- This implies that **Bank of the West** may have extended a loan or line of credit to Two Sisters Dairy, LLC, and the note was **collateralized** as part of that relationship.
- This transfer does **not discharge Proton Power's liability**—it only redirects the beneficiary of payment obligations.
- No restrictions, conditions, or partial interests are described. The rights appear to transfer **in full**.