

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Roark Amusement & Vending, Inc.		01/19/2005	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	Roark Amusement & Vending, L.P.		
Street Address:	2011 E Riverside Dr Ste D		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78741		
Entity Type:	LIMITED PARTNERSHIP: TEXAS		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	78385301	AMERICAN HEROES	
Serial Number:	78385147	COINPLAY	
Serial Number:	78598552	COINPLAY	
Serial Number:	78385230	MI OSITO	
CORRESPONDENCE DATA			
Fax Number:	(512)474-7996		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	512-474-8488		
Email:	trademarks@boothlaw.com		
Correspondent Name:	Matthew J Booth		
Address Line 1:	PO Box 50010		
Address Line 4:	Austin, TEXAS 78763-0010		
NAME OF SUBMITTER:	Matthew J Booth		
Signature:	/Matthew J Booth/		

OP \$115.00 78385301

Date:

05/24/2005

Total Attachments: 4

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ARTICLES OF CONVERSION

Corporations Section

Roark Amusement & Vending, Inc. hereby adopts the following Articles of Conversion:

1. The Plan of Conversion is attached hereto as Exhibit "A", and the undersigned certifies the following:

(a) The name of the converting entity is Roark Amusement & Vending, Inc.. Roark Amusement & Vending, Inc. is a Texas business corporation formed under the laws of the State of Texas. Roark Amusement & Vending, Inc. was formed on March 16, 1989.

(b) Roark Amusement & Vending, Inc. is being converted into a limited partnership with the name of Roark Amusement & Vending, L.P. formed under the laws of the State of Texas.

(c) The Plan of Conversion attached hereto as Exhibit "A" has been approved by the Directors and Shareholders of Roark Amusement & Vending, Inc.

(d) An executed Plan of Conversion is on file at the principal place of business of the converting entity, Roark Amusement & Vending, Inc. The address of the principal place of business is 2011 East Riverside Drive, Suite D, Austin, Texas 78741-1337. An executed plan of conversion will be on file, from and after the conversion, at the principal place of business of Roark Amusement & Vending, L.P. The address of the principal place of business is 2011 East Riverside Drive, Suite D, Austin, Texas 78741-1337.

(e) A copy of the Plan of Conversion will be furnished by Roark Amusement & Vending, Inc. prior to the conversion of Roark Amusement & Vending, Inc. and after the conversion by Roark Amusement & Vending, L.P. on written request and without cost, to any shareholder or owner of Roark Amusement & Vending, Inc. or Roark Amusement & Vending, L.P.

2. Roark Amusement & Vending, Inc. has 1,000,000 shares of its common stock outstanding.

3. All 1,000,000 shares of the outstanding common stock for Roark Amusement & Vending, Inc. voted for the Plan of Conversion. The approval of the Plan of Conversion was duly authorized by the laws under which Roark Amusement & Vending, Inc. is incorporated and by its constituent documents.

4. Two copies of the Certificate of Limited Partnership for Roark Amusement & Vending, L.P. were filed with the Office of the Secretary of State for the State of Texas at the same time as these Articles of Conversion.

5. The converted entity will be liable for the payment of all fees and franchise taxes as required by law.

Dated: January 19, 2005

ROARK AMUSEMENT & VENDING, INC.

BY:

A handwritten signature in black ink, consisting of stylized, overlapping loops and a long horizontal stroke extending to the right.

RONALD W. ROARK, PRESIDENT

**PLAN OF CONVERSION
FOR
ROARK AMUSEMENT & VENDING, INC.**

This Plan of Conversion for Roark Amusement & Vending, Inc. (the "Plan") is entered into on January 19, 2005 by Roark Amusement & Vending, Inc., a Texas professional corporation, which is converting to a limited partnership under the laws of the State of Texas.

1. Roark Amusement & Vending, Inc. hereby adopts this Plan of Conversion in order to convert to a limited partnership.

2. By the conversion, Roark Amusement & Vending, Inc. will continue its existence in the form of a limited partnership formed under the laws of the State of Texas.

3. Shares in Roark Amusement & Vending, Inc. will be converted to ownership interests in the Roark Amusement & Vending, L.P. as follows:

The one hundred percent (100%) of shares of Roark Amusement & Vending, Inc. owned by Ronald W. Roark will be converted to a ninety-nine percent (99%) limited partnership interest in Roark Amusement & Vending, L.P. Roark Ventures, Inc. will be the general partner for Roark Amusement & Vending, L.P. and own one percent (1%) of Roark Amusement & Vending, L.P.

4. The Certificate of Limited Partnership of Roark Amusement & Vending, L.P. is attached as Exhibit "A" to this Plan.

5. The conversion will become effective on the filing of the Articles of Conversion with the Texas Secretary of State and on compliance with the organizational requirements of Texas for Roark Amusement & Vending, L.P.

Dated: January 19, 2005

ROARK AMUSEMENT & VENDING, INC.

By: 

Ronald W. Roark, President

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
IN the Office of the
Secretary of State of Texas
JAN 20 2005

Corporations Section

- 1. The name of the limited partnership is Roark Amusement & Vending.
- 2. The street address of its proposed registered office in Texas is 2011 East Riverside Drive, Suite D, Austin, Texas 78741-1337, and the name of the proposed registered agent in Texas at such address is Ronald W. Roark.
- 3. The address of the principal office in the United States where records of the partnership are to be kept or made available is 2011 East Riverside Drive, Suite D, Austin, Texas 78741-1337.
- 4. The name, the mailing address, and the street address of the business or residence of each general partner is as follows:

NAME	MAILING ADDRESS	STREET ADDRESS
Roark Ventures, Inc.	2011 E. Riverside Drive, Suite D Austin, Texas 78741-1337	2011 E. Riverside Drive, Suite D Austin, Texas 78741-1337

- 5. Roark Amusement & Vending, L.P. is being formed pursuant to the Plan of Conversion filed with the Secretary of State.
- 6. The converting entity was named Roark Amusement & Vending, Inc. and its address was 2011 East Riverside Drive, Suite D, Austin, Texas 78741-1337. Roark Amusement & Vending, Inc. was a Texas business corporation organized under the Texas Business Corporation Act. Roark Amusement & Vending, Inc. was formed on March 16, 1989 with the State of Texas, its jurisdiction of incorporation.

DATE SIGNED: JANUARY 19, 2005

GENERAL PARTNER

ROARK VENTURES, INC

BY: 

RONALD W. ROARK, PRESIDENT