

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion from corporation to LLC		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Baskin-Robbins Incorporated		03/01/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Baskin-Robbins LLC		
Street Address:	130 Royall Street		
City:	Canton		
State/Country:	MASSACHUSETTS		
Postal Code:	02021		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2256959	EXPERIENCE THE FLAVOR SENSATION	
CORRESPONDENCE DATA			
Fax Number:	(202)887-0689		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	Parsonse@dsmo.com		
Correspondent Name:	Elizabeth Parsons		
Address Line 1:	2101 L Street, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20037		
ATTORNEY DOCKET NUMBER:	D1383.0000		
NAME OF SUBMITTER:	Elizabeth Parsons		
Signature:	/Elizabeth Parsons/		
Date:	03/07/2006		

OP \$40.00 2256959

Total Attachments: 3

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Delaware

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The First State

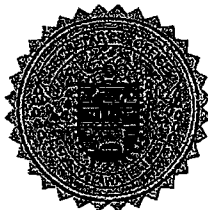
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BASKIN-ROBBINS INCORPORATED" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BASKIN-ROBBINS INCORPORATED" TO "BASKIN-ROBBINS LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 2006, AT 3:07 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF MARCH, A.D. 2006, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

0806369 8100V

060203319



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4560302

DATE: 03-01-06

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CERTIFICATE OF CONVERSION
OF
BASKIN-ROBBINS INCORPORATED
TO
BASKIN-ROBBINS LLC

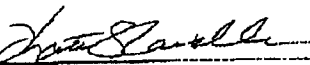
March 1, 2006

Pursuant to Title 8, Section 266 of the General Corporation Law of the State of Delaware and Title 6, Section 18-214 of the Limited Liability Company Act of the State of Delaware, Baskin-Robbins Incorporated, a Delaware corporation (the "Corporation"), does hereby certify to the following information relating to the conversion of the Corporation into Baskin-Robbins LLC, a Delaware limited liability company:

1. The Corporation was incorporated with the filing of its Certificate of Incorporation with the Secretary of State of the State of Delaware on October 21, 1974.
2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Baskin-Robbins Incorporated. The name under which the Corporation was originally incorporated is B-R Holdings Inc.
3. The name of the limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation, is Baskin-Robbins LLC.
4. This conversion has been duly approved by the Board of Directors and the sole stockholder of the Corporation in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.
5. Pursuant to Title 6, Section 18-214 of the Limited Liability Company Act of the State of Delaware, this Certificate of Conversion shall be effective at 11:59 p.m. EST on March 1, 2006.

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IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be signed by an authorized person as of the date first written above.

By: 
Kate S. Lavelle, Authorized Person

Certificate of Conversion