

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
January Holdings Corp.	FORMERLY Pepsi Cola Buffalo Bottling Corp.	02/05/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	January Holdings LLC		
Street Address:	435 L'Ambiance Drive		
Internal Address:	#606K		
City:	Longboat Key		
State/Country:	FLORIDA		
Postal Code:	34228		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	74601339	BUFFALO	
CORRESPONDENCE DATA			
Fax Number:	(716)853-5199		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(716) 853-5100		
Email:	jhains@lippes.com		
Correspondent Name:	John P. Hains		
Address Line 1:	665 Main St.		
Address Line 2:	#300		
Address Line 4:	Buffalo, NEW YORK 14203		
NAME OF SUBMITTER:	John P. Hains		
Signature:	/j p hains/		
Date:	04/28/2006		

OP \$40.00 74601339

Total Attachments: 2

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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 "JANUARY HOLDINGS CORP." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "JANUARY HOLDINGS CORP." TO "JANUARY HOLDINGS LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 2005, AT 10:36 O'CLOCK A.M.

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

2633924 8100V

050974666



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4335426

DATE: 12-01-05

TRADEMARK
REEL: 003298 FRAME: 0977

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
JANUARY HOLDINGS CORP.
TO
JANUARY HOLDINGS LLC

This Certificate of Conversion to Limited Liability Company, dated as of December 1, 2005, is being duly executed and filed by January Holdings Corp., a Delaware corporation (the "Corporation"), to convert the Corporation to the limited liability company under the General Corporation Law of the State of Delaware (8 Del. C §101, et seq.) and the Delaware Limited Liability Act (6 Del. C §18-101, et seq.).

1. The Corporation's name when it was originally incorporated was Pepsi Cola Buffalo Bottling Corp. and immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was January Holdings Corp.
2. The date the original certificate of incorporation of the Corporation was filed with the Secretary of State of the State of Delaware was June 13, 1996.
3. The name of the limited liability company into which the Corporation shall be converted as set forth in its certificate of formation is January Holdings LLC.
4. The conversion of the Corporation to the limited liability company has been approved in accordance with the provisions of Section 18-214 of the General Corporation Law of the State of Delaware.
5. The conversion of the Corporation to the limited liability company shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation of the limited liability company with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company as of the date first written above.

JANUARY HOLDINGS CORP.

By: 
Irwin Pastor, President