

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

LHIMES, INC.

- Individual(s)
- General Partnership
- Corporation- State: DE
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) JAN. 31, 2007

- Assignment
- Security Agreement
- Other CONVERSION
- Merger
- Change of Name

2. Name and address of receiving party(ies)

- Yes
- No

Additional names, addresses, or citizenship attached?

Name: LHIMES, LLC

Internal

Address: _____

Street Address: 49 OLD BLOOMFIELD AVENUE

City: MOUNTAIN LAKES

State: NEW JERSEY

Country: USA Zip: 07046

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other LLC

Citizenship _____
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

SEE SCHEDULE ATTACHED.

B. Trademark Registration No.(s)

SEE SCHEDULE ATTACHED

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SEE SCHEDULE ATTACHED.

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Olshin Goodman Frome Rosenzweig + Vasok LLP

Internal Address: ATTN: MARTIN S. COOPER

Street Address: Park Avenue Tower, 65 EAST 55th Street

City: NEW YORK

State: NY Zip: 10022

Phone Number: 212-451-2251

Fax Number: 212-451-2222

Email Address: MCOOPER@olshin-law.com

6. Total number of applications and registrations involved:

12

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 315.00


- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

B. Payment Information:

(a) Credit Card Last 4 Numbers 6954
Expiration Date 10/08

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:



MARTIN S. COOPER

Name of Person Signing

2/26/07

Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

OP \$315.00 77061965

SCHEDULE

MARK	REGISTRATION NO.	SERIAL NO.
CENTRALIZED APPLICANT MANAGEMENT	2,596,351	
CENTRALIZED APPLICANT MANAGEMENT		77/051,965
CHIMES 2001	2,438,927	
CHIMES 2002	2,577,638	
CHIMESOFT	2,614,005	
CHIMESTART	2,475,691	
CAM	2,510,484	
CHIMES & DESIGN	2,577,480	
CHIMESHARE	2,734,861	
CHIMESHARE	2,718,428	
CHIMESOURCE	2,590,603	
CVM	2,491,869	

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:03 PM 01/31/2007
FILED 05:14 PM 01/31/2007
SRV 070110645 - 3110270 FILE

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
OF CHIMES, INC. TO
CHIMES, LLC

This certificate of conversion to a limited liability company ("Certificate of Conversion") is being duly executed and delivered by Chimes, Inc., a Delaware Corporation (the "Corporation"), to convert the Corporation to Chimes, LLC, a Delaware limited liability company (the "Limited Liability Company"), under the General Corporation Law of the State of Delaware (8 Del. C. Section 266) and the Delaware Limited Liability Company Act (6 Del. C. Section 18-214).

1. The Corporation was first formed in Delaware on November 29, 1999, and the jurisdiction of the Corporation immediately prior to the filing of this Certificate of Conversion is Delaware.
2. The name of the Corporation immediately prior to filing this Certificate of Conversion is "Chimes, Inc."
3. The name of the Limited Liability Company as set forth in its Certificate of Formation is "Chimes, LLC."
4. The conversion of Chimes, Inc. to Chimes, LLC shall be effective upon the filing of this Certificate of Conversion.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Corporation has executed this Certificate of Conversion on this 31 day of January 2007.

CHIMES, INC.

By: 
Name: Barbara Moss
Title: Chief Financial Officer

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