

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Kingway Acquisition, Inc.		03/29/2007	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Kingway Acquisition, LLC		
<b>Street Address:</b>	701 16th Avenue, East		
<b>Internal Address:</b>	Attn: Paul Neal		
<b>City:</b>	Springfield		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	37172		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY:		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0728306	KING-WAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)756-9299		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	8002210770		
<b>Email:</b>	matthew.mayer@thomson.com		
<b>Correspondent Name:</b>	Corporation Service Company		
<b>Address Line 1:</b>	1133 Avenue of the Americas		
<b>Address Line 2:</b>	Suite 3100		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	CSC # 836457		
<b>NAME OF SUBMITTER:</b>	Matthew Mayer		
<b>Signature:</b>	/Matthew Mayer/		

CH \$40.00 0728306

Date:

04/05/2007

**Total Attachments: 6**

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# De la ware

P A G E 1

## The First Att e

I, HARR I S MI TWHI NSDOR RE EAR O ET B TOAFH FASTE O F  
 D E LARE DO HEEB Y CIEFR IT HAHE TA THE IA CI ST A UEN D  
 C BRE E C O P Y HEEER T A T K CO NVECRS I OFN AO DAE ARE  
 C O RRAOT I ONND E RE 'INHAME F' ' K I N G Q A U I S, N N C' ! T R  
 D E LARE L I ME D LI LAB T MP AND HEN G I N G NAME SER O M  
 'K I N G N @ Y S I T I ONN' ! I TKOI N GW AQY U I SNI T L O F IEL D  
 I N T H O CEF G NHET TWETW- E I G H A Y O F H MARAC. D2 0, 0A7T  
 3. 5 7 L O O C K M P .

AN D I BE RE BFUR H E R CIEFR IT HA T E T F HEEICVE ADT E O F  
 TH E AF O RE SCAE IR F IEC A E C RSNVEO N T H SEWE N T Y NNTDA Y  
 O F MAR C, HA D. 0 27 0 A T 'O C LPO. OK .

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

3567914 8100V  
 070373454



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
 AUTHENTICATION: 5548145

DATE: 03-28-07

TRADEMARK  
 REEL: 003516 FRAME: 0480

# Delaware

PAGE

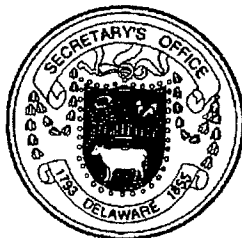
The First State

I, HARRIET SMITH WINDSOR SECRETARY OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ABOVE AND CORRECT COPY OF THE INSTRUMENT FOR RECORD OF THE DEEDS OF MAR, CALIF. D. 027 3A. T5 7 00' CLK P. M.

AND I DO HEREBY FURTHER CERTIFY THAT THE ABOVE OF THE OAKS AND THE CONFIRMED DICTIONARY OF THE DEEDS OF MAR, CALIF. D. 027 3A. T5 7 00' CLK P. M.

A FILED COPY OF THE INSTRUMENT HAS BEEN FORWARDED TO THE NEW CALIFORNIA DEPARTMENT OF DEEDS

3567914 8100V  
070373454



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5548145

DATE: 03-28-07

TRADEMARK  
REEL: 003516 FRAME: 0481

**STATE OF DELAWARE**  
**CERTIFICATE OF CONVERSION**  
**OF**  
**KINGWAY ACQUISITION, INC.**

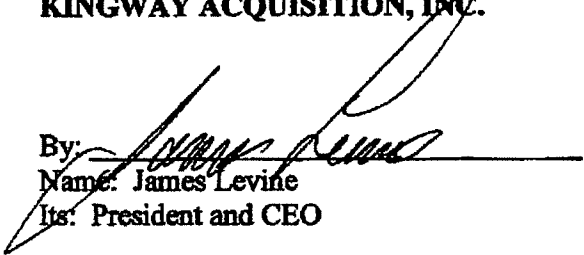
**From a Corporation to a Limited Liability Company**  
**Pursuant to Section 266 of the Delaware General Corporation Law**  
**and Section 18-214 of the Delaware Limited Liability Company Act**

1. The Certificate of Incorporation originally was filed on September 12, 2002 in the State of Delaware under the name "Kingway Acquisition, Inc."
2. The name of the Corporation immediately prior to filing this Certificate of Conversion was "Kingway Acquisition, Inc."
3. The name of the Limited Liability Company as set forth in the Certificate of Formation filed in the office of the Secretary of State simultaneously with this Certificate of Conversion is "Kingway Acquisition, LLC."
4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law and Section 18-214 of the Delaware Limited Liability Company Act.
5. The conversion contemplated hereby will be effective as of March 29, 2007 at 3:00 p.m.

**[Certificate continues on the next page]**

**IN WITNESS WHEREOF**, the undersigned authorized officer certifies to the best of his knowledge and belief that the facts stated herein are true as of March 28, 2007.

**KINGWAY ACQUISITION, INC.**

By:   
Name: James Levine  
Its: President and CEO

[Signature Page to Certificate of Conversion – Kingway Acquisition, Inc.]

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**TRADEMARK**  
**REEL: 003516 FRAME: 0483**

**CERTIFICATE OF FORMATION  
OF  
KINGWAY ACQUISITION, LLC**

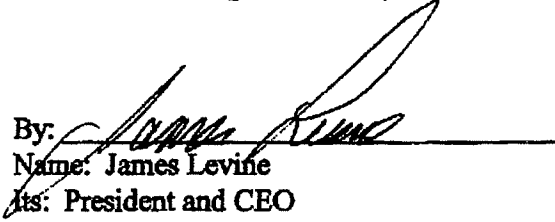
In accordance with the provisions of Section 201 of the Delaware Limited Liability Company Act, the undersigned organizer of **Kingway Acquisition, LLC**, a limited liability company to be formed under the laws of the State of Delaware (the "Company"), certifies as follows:

1. The name of the limited liability company is "**Kingway Acquisition, LLC.**"
2. The registered office of the limited liability company in the State of Delaware is located at 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of the registered agent at such address is The Corporation Trust Company.

This Certificate is executed by the undersigned organizer and authorized officer of the limited liability company as of March 27, 2007, to be effective as of March 29, 2007 at 3:00 p.m.

[Remainder of Page Blank; Signature Page Follows]

**KINGWAY ACQUISITION, LLC**

By:   
Name: James Levine  
Its: President and CEO  
As organizer

[Signature Page to Certificate of Formation of Kingway Acquisition, LLC]

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RECORDED: 04/05/2007

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