

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Entity Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Golden Temple of Oregon, Inc.		08/28/2007	CORPORATION: OREGON

RECEIVING PARTY DATA	
Name:	Golden Temple of Oregon, LLC
Street Address:	2545 Prairie Road
City:	Eugene
State/Country:	OREGON
Postal Code:	97402
Entity Type:	LIMITED LIABILITY COMPANY: OREGON

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	3208678	PEACE IN YOUR HEART IN YOUR HOME IN THE WORLD
Registration Number:	3208663	CELEBRATE PEACE
Registration Number:	2558166	PEACE CEREAL GOLDEN TEMPLE HEAL OUR PLANET HEAL OURSELVES
Registration Number:	3048241	WOMAN'S MOON CYCLE
Registration Number:	3009731	WOMAN'S MOTHER TO BE
Registration Number:	3009730	WOMAN'S NURSING MOM
Registration Number:	2796377	ESSENTIAL 10
Registration Number:	2741652	GINKGO IQ
Registration Number:	2740194	GINSENG ROYAL VITALITY
Registration Number:	2745394	KAVA STRESS RELIEF
Registration Number:	2644846	EGYPTIAN LICORICE TEA
Registration Number:	2644845	BEDTIME TEA
Registration Number:	2671842	SIMPLY GREEN TEA
Registration Number:	2671841	CLASSIC INDIA SPICE TEA

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Registration Number:	2642793	PEACE CEREAL
Registration Number:	2843538	HEART SENSE
Registration Number:	2593296	HERBAL HEAT
Registration Number:	2712872	ANCIENT HEALING WAYS
Registration Number:	2537975	SERVING YOUR SPIRIT
Registration Number:	2391713	WILD BERRY CRISP
Registration Number:	2230981	THROAT COMFORT TEA
Registration Number:	2230980	GET REGULAR TEA
Registration Number:	2093069	VALLEY CREEK FARMS
Registration Number:	2208194	HERBAL GEMS
Registration Number:	2128452	OCEAN OF WEALTH
Registration Number:	1980514	YOGI TEA
Registration Number:	1883769	ANCIENT HEALING FORMULA
Registration Number:	1735778	SWEET HOME FARM
Registration Number:	1265893	WHA GURU CHEW
Serial Number:	76329598	TEA OF THE MONTH CLUB
Registration Number:	2234409	BREATHE DEEP TEA

CORRESPONDENCE DATA

Fax Number: (503)796-2900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (503) 222-9981
Email: mcohen@schwabe.com
Correspondent Name: Michael A. Cohen
Address Line 1: 1211 S.W. Fifth Avenue
Address Line 2: Suites 1500-1900
Address Line 4: Portland, OREGON 97204

ATTORNEY DOCKET NUMBER:	032833-145444
NAME OF SUBMITTER:	Michael A. Cohen
Signature:	/michael a cohen/
Date:	09/21/2007

Total Attachments: 6

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ARTICLES OF CONVERSION

FILED

AUG 30 2007

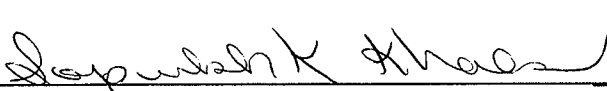
**OREGON
SECRETARY OF STATE**

In accordance with ORS 63.476, the following statements are made:

1. Golden Temple of Oregon, Inc., an Oregon corporation, is the business entity prior to conversion.
2. Golden Temple of Oregon, LLC, an Oregon limited liability company, is the business entity after conversion.
3. A copy of the Plan of Conversion is attached as Exhibit A.
4. A copy of the initial Articles of Organization of Golden Temple of Oregon, LLC is attached as Exhibit B.

Date: August 28, 2007

Golden Temple of Oregon, Inc, an Oregon corporation

By: 
Sopurkh K. Khalsa, President

Attachments:

Exhibit A – Plan of Conversion

Exhibit B – Articles of Organization

**PLAN OF CONVERSION
OF
GOLDEN TEMPLE OF OREGON, INC.
CONVERTING TO
GOLDEN TEMPLE OF OREGON, LLC**

The undersigned entity in accordance with ORS 60.472 and ORS 63.470 hereby adopts this Plan of Conversion:

Article 1

The name of the business entity to be converted is Golden Temple of Oregon, Inc. It is an Oregon corporation organized under ORS Chapter 60.

Article 2

The name of the business entity after conversion will be Golden Temple of Oregon, LLC. It will be a limited liability company organized under ORS Chapter 63.

Article 3

The material terms and conditions of the conversion are as follows:

- A. The stock owned by the sole shareholder of Golden Temple of Oregon, Inc. will be cancelled and the entire membership interest in Golden Temple of Oregon, LLC will be issued to it in exchange for the cancelled stock.
- B. All incumbent directors of Golden Temple of Oregon, Inc. will continue to serve as members of the board of managers of Golden Temple of Oregon, LLC.
- C. The incumbent officers of Golden Temple of Oregon, Inc. are removed from office with thanks for their service to the corporation, and those persons designated by the board of managers of Golden Temple of Oregon, LLC as officers will serve as its officers for the terms specified by the board of managers.
- D. The internal governance of Golden Temple of Oregon, LLC will be specified in an Operating Agreement adopted by its sole member.
- E. On the effective date of the conversion, the effects of the conversion will be as specified in ORS 63.479 and ORS 60.478. In accordance with ORS 60.478(1), the existence of Golden temple of Oregon, Inc. will continue for all non-tax purposes despite the conversion, and title to all real estate and all other property of Golden temple of Oregon, Inc. will be vested in Golden Temple of Oregon, LLC without reversion or impairment. For tax purposes, the conversion will be treated as a liquidation under Section 332 of the Internal Revenue Code of 1986, as amended.

- F. On the effective date of the conversion, the Articles of Organization attached as Exhibit A will be filed with the Oregon Secretary of State as the initial Articles of Organization of Golden temple of Oregon, LLC.
- G. The effective date of the conversion will be the later of (1) August 28, 2007 or (2) the date this Plan of Conversion and related Articles of Conversion are filed with the Oregon Secretary of State.

Article 4

The manner and basis of exchanging and converting the issued stock of Golden temple of Oregon, Inc. is as follows: Each share of issued and outstanding common stock will be surrendered and cancelled in the conversion. The certificates representing shares of Golden Temple of Oregon, Inc. stock will be surrendered by the sole holder thereof and cancelled. The effective date of the surrender and cancellation will be the effective date of this conversion.

The sole membership interest in Golden Temple of Oregon, LLC will be issued to the sole shareholder of Golden Temple of Oregon, Inc. at the date of this conversion in exchange for the surrendered and cancelled stock of Golden temple of Oregon, Inc.

Date: August 28, 2007.

GOLDEN TEMPLE OF OREGON, INC.,
an Oregon corporation

By: 
Sopurkh K. Khalsa, President

Registry No.:

ARTICLES OF ORGANIZATION
OF
GOLDEN TEMPLE OF OREGON, LLC

The undersigned natural person of the age of eighteen years or more, acting as Organizer of a limited liability company under the Oregon Limited Liability Company Act, adopts the following Articles of Organization.

I.

NAME

The name of the limited liability company is **Golden Temple of Oregon, LLC** (the "Company").

II.

PURPOSES AND POWERS

The purpose of the Company is to continue the business activities previously conducted by Golden Temple of Oregon, Inc., prior to its conversion to a limited liability company, and to take all actions reasonably related to that activity. The Company may engage in any business activity which may be lawfully conducted by an Oregon limited liability company and authorized by the Company's Member.

III.

REGISTERED AGENT NAME AND STREET ADDRESS

The initial registered agent of the Company is SWW Legal Services, Inc. The street address of the initial registered agent's office and mailing address of the initial registered

agent are 1211 SW Fifth Avenue, Portland, Oregon 97204, Att'n: Roy D. Lambert. The Secretary of State can mail notices to the same address..

IV.

TERMINATION DATE

The term of the Company shall be perpetual.

V.

MANAGEMENT

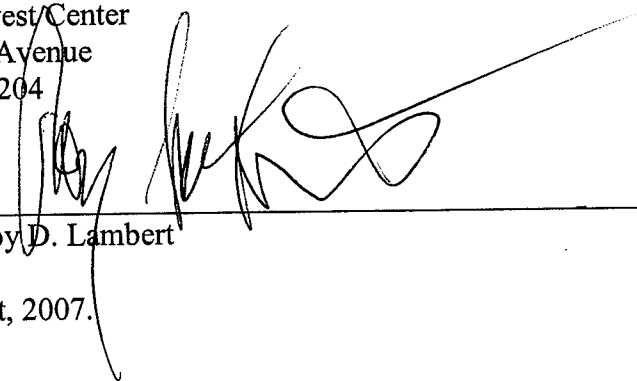
The Company is to be managed by one or more Managers.

VII.

ORGANIZER

The name, address, and signature of the Organizer are as follows:

Roy D. Lambert
Suite 1800, Pacwest Center
1211 S.W. Fifth Avenue
Portland, OR 97204



Roy D. Lambert

DATED this 29th day of August, 2007.

Person to contact about this filing:

Roy D. Lambert, daytime phone number: (503) 796-2923.