

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fogo de Chao Churrascaria (Holdings) LLP		08/18/2006	Limited Liability Partnership: TEXAS

RECEIVING PARTY DATA

Name:	Fogo de Chao Churrascaria (Holdings) LLC
Street Address:	14881 Quorum Drive
Internal Address:	Suite 750
City:	Dallas
State/Country:	TEXAS
Postal Code:	75254
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2968381	FOGO
Registration Number:	2204339	FOGO DE CHAO
Registration Number:	2170468	FOGO DE CHAO
Registration Number:	2204333	FOGO DE CHAO
Registration Number:	2170469	FOGO DE CHAO
Registration Number:	2563002	
Registration Number:	2905466	
Registration Number:	2534254	THE GAUCHO WAY OF PREPARING MEAT

CORRESPONDENCE DATA

Fax Number: (214)978-3099
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2149783064
 Email: meredith.m.pavia@bakernet.com

OP \$215.00 2968381

Correspondent Name: S. Roxanne Edwards
Address Line 1: 2001 Ross Avenue
Address Line 2: 2300 Trammell Crow Center
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:

24100719-2

NAME OF SUBMITTER:

Meredith M. Pavia

Signature:

/Meredith M. Pavia/

Date:

10/09/2007

Total Attachments: 2

source=Conversion LLP to LLC for Fogo de Chao#page1.tif

source=Conversion LLP to LLC for Fogo de Chao#page2.tif

Delaware

PAGE 1

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 TEXAS LIMITED LIABILITY PARTNERSHIP UNDER THE NAME OF "FOGO DE CHAO CHURRASCARIA (HOLDINGS) LLP" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "FOGO DE CHAO CHURRASCARIA (HOLDINGS) LLP" TO "FOGO DE CHAO CHURRASCARIA (HOLDINGS) LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF AUGUST, A.D. 2006, AT 1:33 O'CLOCK P.M.



4207356 6100V

060774860

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4984771

DATE: 08-18-06

TRADEMARK
REEL: 003636 FRAME: 0204

CERTIFICATE OF CONVERSION
FROM A TEXAS PARTNERSHIP
REGISTERED AS A LIMITED LIABILITY PARTNERSHIP
TO A
LIMITED LIABILITY COMPANY
OF
FOGO DE CHÃO CHURRASCARIA (HOLDINGS) LLP

*Pursuant to Section 18-214 of the
Limited Liability Company Act of the State of Delaware*

Fogo de Chão Churrascaria (Holdings) LLP, a Texas partnership that has registered as a limited liability partnership organized and existing under and by virtue of the Revised Partnership Act of the State of Texas (the "Partnership") does hereby certify that:

FIRST: The Partnership was formed in the State of Texas effective as of December 31, 2001.

SECOND: The name of the Partnership immediately prior to filing this Certificate of Conversion to a Limited Liability Company is Fogo de Chão Churrascaria (Holdings) LLP.

THIRD: The name of the limited liability company into which the Partnership shall be converted is Fogo de Chão Churrascaria (Holdings) LLC.

FOURTH: The filing of this Certificate of Conversion, and thus the conversion of the Partnership into a limited liability company, shall be effective on the date of filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion from a Texas partnership that has registered as a Limited Liability Partnership to a Limited Liability Company this 18th day of August 2006.

FOGO DE CHÃO CHURRASCARIA
(HOLDINGS) LLP

By: 

Jair Coser
Managing Partner

*State of Delaware
Secretary of State
Division of Corporations
Delivered 01:51 PM 08/18/2006
FILED 01:33 PM 08/18/2006
SRV 060774860 - 4207356 FILE*