

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
C2C Holdings, LLC		05/21/2007	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	C2C Holdings, Inc.		
Street Address:	P.O. Box 15		
City:	Rockland		
State/Country:	DELAWARE		
Postal Code:	19732		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77173414	REPRODUCT	
CORRESPONDENCE DATA			
Fax Number:	(617)937-2400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6179372418		
Email:	trademarks@cooley.com		
Correspondent Name:	Anna Anderson TM Para c/o Cooley Godward		
Address Line 1:	800 Boylston Street		
Address Line 2:	The Prudential Tower, 46th Floor		
Address Line 4:	Boston, MASSACHUSETTS 02199		
ATTORNEY DOCKET NUMBER:	306701-20000		
NAME OF SUBMITTER:	Anna B. Anderson		
Signature:	/Anna Anderson/		

CH 77173414 \$40.00

Date:

11/06/2007

Total Attachments: 3

source=_0521111527_001#page1.tif

source=_0521111527_001#page2.tif

source=_0521111527_001#page3.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 DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "C2C HOLDINGS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "C2C HOLDINGS, LLC" TO "C2C HOLDINGS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF MAY, A.D. 2007, AT 11:01 O'CLOCK A.M.

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

3863835 8100V

070590388



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5691412

DATE: 05-21-07

TRADEMARK
REEL: 003655 FRAME: 0198

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY
TO A CORPORATION
PURSUANT TO
SECTIONS 103 AND 265
OF THE DELAWARE GENERAL CORPORATION LAW
AND
SECTION 18-216
OF THE DELAWARE LIMITED LIABILITY COMPANY ACT

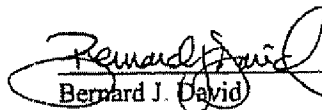
C2C HOLDINGS, LLC, a Delaware limited liability company (the "*Company*"), does hereby certify to the following facts relating to the conversion of the Company into C2C HOLDINGS, INC., a Delaware corporation (the "*Conversion*"):

1. The name of the Company immediately prior to filing this Certificate of Conversion is C2C Holdings, LLC.
2. The date the Company's Certificate of Formation was filed in the State of Delaware is October 5, 2004.
3. The name of the corporation into which the Company shall be converted pursuant to this Certificate of Conversion is C2C Holdings, Inc.
4. The conversion shall be effective upon the filing of this Certificate of Conversion.
5. The Conversion has been approved in accordance with the provisions of Section 18-216 of the Delaware Limited Liability Act and Section 265 of the Delaware General Corporation Law.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Conversion as of May 21, 2007.

C2C HOLDINGS, LLC


Bernard J. David
Manager

368731 v1/RE

RECORDED: 11/06/2007

TRADEMARK
REEL: 003655 FRAME: 0200