

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Plan of Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fuhu, LLC		06/02/2008	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Fuhu, Inc.
Street Address:	1960 E. Grand Avenue
Internal Address:	#1070
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Serial Number:	77107637	SPINLET
Serial Number:	77129654	SPINLETS
Serial Number:	77129634	URSPIN
Serial Number:	77401650	URFOOZ
Serial Number:	77401567	S URSPIN
Serial Number:	77401611	URFOOZ
Serial Number:	77402387	KUNGFOOZ
Serial Number:	77402923	S
Serial Number:	77402376	URSPINTV
Serial Number:	77402328	FUHU
Serial Number:	77402829	FUHU
Serial Number:	77402938	
Serial Number:	77430996	

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Serial Number:	77514227	FOOZ MALL
Serial Number:	77514233	FOOZ WORLD
Serial Number:	77577838	SPINLETS LAB
Serial Number:	77577780	SPINLETS LAB

CORRESPONDENCE DATA

Fax Number: (215)636-0366

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: ipdocket@gibbonslaw.com

Correspondent Name: Thomas J. McWilliams

Address Line 1: 1700 Two Logan Square

Address Line 2: 18th & Arch Streets

Address Line 4: Philadelphia, PENNSYLVANIA 19103-2769

ATTORNEY DOCKET NUMBER:	108126-62368
NAME OF SUBMITTER:	Thomas J. McWilliams
Signature:	/tjm/
Date:	10/13/2008

Total Attachments: 2

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PLAN OF CONVERSION
of
FUHU, LLC,
a California limited liability company
into
FUHU, INC.,
a California corporation

Pursuant to the provisions of the California Corporations Code and the Beverly-Killea Limited Liability Company Act (the "Act"), this Plan of Conversion (the "Plan") has been adopted as of June 2, 2008 for the purpose of effecting a conversion of FUHU, LLC, a California limited liability company (the "Converting LLC"), into FUHU, Inc., a California corporation (the "Converted Corporation"), in accordance with the provisions of the Act.

WHEREAS, FUHU, LLC, a California limited liability company, desires to convert into FUHU, INC., a California corporation (the "Conversion") to be effective as soon as practical following execution of this document.

WHEREAS, the Plan has been adopted and approved by a majority of the Members of the Converting LLC in accordance with the provisions of the Act and the provisions of the Operating Agreement of the Converting LLC dated February 6, 2008 (the "Operating Agreement").

NOW, THEREFORE, in consideration of the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows with the intent to be legally bound by this Plan:

1. The Converting LLC is a limited liability company organized under the laws of the State of California, with a principal executive office located at 1960 E. Grand Avenue #1070, El Segundo, CA 90245.
2. The Converted Corporation is a corporation organized under the laws of the State of California. The name of the Converted Corporation is FUHU, INC., with a principal executive office located at 1960 E. Grand Avenue #1070, El Segundo, CA 90245.
3. The Converting LLC shall be converted into the Converted Corporation as soon as practical following execution of this document.
4. Pursuant to the Conversion, each outstanding one percent (1%) ownership in the LLC shall be converted into 0.01 shares of the Common Stock of the Converted Corporation.
5. The Operating Agreement of the Converting LLC is attached hereto as Exhibit A.
6. The Articles of Organization and Statement of Conversion of the Converted Corporation is as attached hereto as Exhibit B.

7. The schedule of capitalization of the Converting LLC and Converted Corporation is attached hereto as Exhibit C.

8. The Bylaws for the Converted Corporation are attached hereto as Exhibit D.

9. This Plan has been duly approved by a majority of the Members of the Converting LLC pursuant to an Action By Written Consent, dated as of June 2, 2008 and attached hereto as Exhibit E.



Daryl Okimoto, Sole Member and Sole Manager