

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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: COLORADO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77402400	FUGOO	
Serial Number:	77436935	OPEN SOURCE HARDWARE	
CORRESPONDENCE DATA			
Fax Number:	(215)636-0366		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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/		

CH \$65.00 77402400

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