

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
Nutcase, LLC		04/15/2008	LIMITED LIABILITY COMPANY: OREGON
RECEIVING PARTY DATA			
Name:	Nutcase, Inc.		
Street Address:	6224 SE Main Street		
City:	Portland		
State/Country:	OREGON		
Postal Code:	97215		
Entity Type:	CORPORATION: OREGON		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77416542	LITTLE NUTTY	
Serial Number:	77419051	COLORAMA	
CORRESPONDENCE DATA			
Fax Number:	(503)796-2900		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	503-222-9981		
Email:	trademarks@schwabe.com		
Correspondent Name:	Michael A. Cohen		
Address Line 1:	1211 SW Fifth Avenue		
Address Line 2:	Suites 1500-2000		
Address Line 4:	Portland, OREGON 97204		
ATTORNEY DOCKET NUMBER:	LITTLE NUTTY & COLORAMA		
NAME OF SUBMITTER:	Michael A. Cohen		
Signature:	/michael a cohen/		

CH \$65.00 77416542

Date:

01/30/2009

Total Attachments: 5

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Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone:(503)986-2200
Fax:(503)378-4381
www.filinginoregon.com

Registry Number: 371338-99
Type: DOMESTIC BUSINESS CORPORATION

Next Renewal Date: 07/17/2008

NUTCASE, INC.
SW&W LEGAL SERVICES INC DONALD KRAHMER
1211 SW 5TH AVE STE 1800
PORTLAND OR 97204-9752

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed above. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

Document

ARTICLES OF CONVERSION

Filed On

04/15/2008

Jurisdiction

OREGON

Name

NUTCASE, INC.

Principal Place of Business

6224 SE MAIN ST
PORTLAND OR 97215

Registered Agent

SW&W LEGAL SERVICES, INC.
1211 SW 5TH AVE STE 1800
PORTLAND OR 97204

Mailing Address

SW&W LEGAL SERVICES INC DONALD KRAHMER
1211 SW 5TH AVE STE 1800
PORTLAND OR 97204-9752

President

MICHAEL MORROW
6224 SE MAIN
PORTLAND OR 97215

Secretary

MICHAEL MORROW
6224 SE MAIN
PORTLAND OR 97215

SHAEST
ACK
04/15/2008

TRADEMARK
REEL: 003927 FRAME: 0760

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ARTICLES OF CONVERSION
OF
NUTCASE, LLC

FILED

APR 15 2008

OREGON
SECRETARY OF STATE

ARTICLE 1
Business Entity Prior to Conversion

The name and type of business entity prior to conversion is:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
NUTCASE, LLC	Oregon	Limited Liability Company

ARTICLE 2
Business Entity After Conversion

The name and type of business entity after conversion will be:

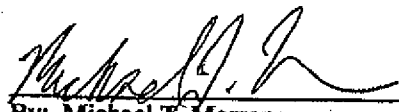
<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
NUTCASE, INC.	Oregon	Corporation

ARTICLE 3
Plan of Conversion

A copy of the plan of conversion is attached as Exhibit A.

Dated: April 15, 2008.

NUTCASE, LLC


By: Michael T. Morrow
Its: Manager

Person to contact about this filing: Peter D. Ricoy
Daytime phone number: (503) 222-9981

EXHIBIT A

PLAN OF CONVERSION

This Plan of Conversion sets forth the terms and conditions under which NUTCASE, LLC, an Oregon limited liability company, will convert to an Oregon corporation.

SECTION 1 DEFINITIONS

“**Business Entity**” means:

- (a) before the Effective Time, NUTCASE, LLC, an Oregon limited liability company; and
- (b) after the Effective Time, NUTCASE, INC., an Oregon corporation.

“**Effective Time**” means the effective time and date of the Articles of Conversion filed with the Oregon Secretary of State.

SECTION 2 BUSINESS ENTITY PRIOR TO CONVERSION

The name and type of the Business Entity prior to conversion is:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
NUTCASE, LLC	Oregon	Limited Liability Company

SECTION 3 BUSINESS ENTITY AFTER CONVERSION

The name and type of the Business Entity after conversion will be:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
NUTCASE, INC .	Oregon	Corporation

SECTION 4 MATERIAL TERMS AND CONDITIONS

- 4.1 Conversion.** At the Effective Time, the Business Entity will convert from an Oregon limited liability company to an Oregon corporation.
- 4.2 Directors.** The managers of the Business Entity before the Effective Time will be the directors of the Business Entity after the Effective Time.

SECTION 5 CONVERSION OF OWNERSHIP INTERESTS

Each issued and outstanding unit of the Business Entity will be converted into one share of common stock of the Business Entity at the Effective Time.

SECTION 6 ADDITIONAL ORGANIZATIONAL INFORMATION

The Articles of Incorporation attached as Schedule 6 will govern the Business Entity after the Effective Time.

SECTION 7 ABANDONMENT

At any time before the Effective Time, this Plan of Conversion may be abandoned by the managers of the Business Entity.

SCHEDULE 6
ARTICLES OF INCORPORATION
OF
NUTCASE, INC.

ARTICLE 1
Name

The name of the corporation is NUTCASE, INC. (the "Company").

ARTICLE 2
Authorized Shares

The Company is authorized to issue 1,000,000 common shares.

ARTICLE 3
Action Without Meeting

Action required or permitted by the Oregon Business Corporation Act to be taken at a shareholders' meeting may be taken without a meeting if the action is taken by shareholders having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all shareholders entitled to vote on the action were present and voted.

ARTICLE 4
Liability of Directors

The personal liability of a director to the Company or its shareholders for monetary damages for conduct as a director is eliminated to the fullest extent permitted by law.

ARTICLE 5
Indemnification

5.1 Indemnification. The Company will indemnify an individual made a party to a proceeding because the individual is or was a director against liability incurred in the proceeding to the fullest extent permitted by law.

5.2 Advance for Expenses. The Company will pay for or reimburse the reasonable expenses incurred by a director who is a party to a proceeding in advance of final disposition of the proceeding to the fullest extent permitted by law.

ARTICLE 6
Mailing Address for Notices

The mailing address to which notices may be mailed is:

SW&W Legal Services, Inc.
Attn: Donald L. Kraemer
1211 SW 5th Avenue, Suite 1800
Portland, OR 97204-795