

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/14/2004		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Private Quarters, LLC		07/14/2004
			LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Private Quarters, Inc.		
Street Address:	17355 Railroad St.		
City:	City of Industry		
State/Country:	CALIFORNIA		
Postal Code:	91748		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3032930	PRIVATE QUARTERS
CORRESPONDENCE DATA			
Fax Number:	(310)201-4448		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	jsaivar@ggfirm.com		
Correspondent Name:	Jesse Saivar		
Address Line 1:	1900 Avenue of the Stars, 21st Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	71934-00002		
NAME OF SUBMITTER:	Jesse Saivar		
Signature:	/jesse saivar/		

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Date:

06/15/2010

Total Attachments: 2

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AGREEMENT OF MERGER

Agreement of Merger dated July 14, 2004 between Private Quarters, Inc. (the "Corporation") and Private Quarters, LLC (the "LLC").

RECITALS

A. The Corporation is a Delaware corporation qualified to do business in the State of California.

B. The LLC is a California limited liability company.

C. The authorized capital stock of the Corporation consists of Twelve Million Five Hundred Thousand (12,500,000) shares, Eight Million (8,000,000) of which are designated Common Stock, and Four Million Five Hundred Thousand (4,500,000) of which are designated Preferred Stock, each with a par value of \$.001 per share.

C. As of the date hereof, the Corporation has issued Ten Thousand (10,000) shares of Common Stock to each of Wayne Selness and Jeffrey Stroud.

D. The Board of Directors of the Corporation and the members of the LLC deem it desirable and in the best interest of the Corporation and the LLC that the LLC be merged into the Corporation.

In consideration of the mutual covenants and subject to the terms and conditions hereinafter set forth, the Corporation and the LLC agree as follows:

1. Merger. Private Quarters, LLC shall merge with and into Private Quarters, Inc., which will survive.

2. Terms and Conditions. On the effective date of the merger, the separate existence of the LLC shall cease, the Corporation shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal and mixed, of the LLC, without the necessity for any separate transfer. The Corporation shall thereafter be responsible and liable for all liabilities and obligations of the LLC, and neither the rights of creditors nor any liens on the property of the LLC shall be impaired by the merger.

3. Certificate of Incorporation. The Certificate of Incorporation of the Corporation shall continue to be its Certificate of Incorporation following the effective date of the merger.

4. Bylaws. The Bylaws of the Corporation shall continue to be its Bylaws following the effective date of the merger.

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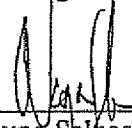
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5. Conversion of Membership Interests. On or after the effective date of the merger, the membership interests of the LLC owned by Wayne Selness and Jeffrey Stroud shall, by virtue of the merger and without any action by the Corporation or the LLC, each be converted into and exchanged for One Million One Hundred Fifteen Thousand (1,115,000) fully paid and nonassessable shares of Common Stock of the Corporation, with a par value of \$.001 per share.


6. Effective Date of Merger. The effective date of this merger shall be the date hereinabove set forth.

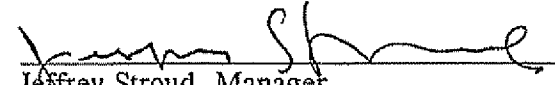
Executed on behalf of the parties on the date first above written.

PRIVATE QUARTERS, INC.

By: 
Wayne Selness, Chief Executive Officer

PRIVATE QUARTERS, LLC

By: 
Wayne Selness, Manager

By: 
Jeffrey Stroud, Manager