

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SB Holdings 2, Inc.		07/23/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Smile Brands Holdings 2, Inc.		
<b>Street Address:</b>	201 E. Sandpointe #800		
<b>City:</b>	Santa Ana		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92707		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3031386	CASTLE DENTAL	
<b>Registration Number:</b>	2095163	CASTLE DENTAL CENTERS	
<b>Registration Number:</b>	3026467		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(714)242-0270		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(714) 668-1300		
<b>Email:</b>	veronica.price@smilebrands.com		
<b>Correspondent Name:</b>	Neal Crowley		
<b>Address Line 1:</b>	201 E. Sandpointe #800		
<b>Address Line 4:</b>	Santa Ana, CALIFORNIA 92707		
<b>NAME OF SUBMITTER:</b>	Neal Crowley		
<b>Signature:</b>	/s/ Neal A. Crowley		
<b>Date:</b>	07/23/2010		

OP \$90.00 3031386

Total Attachments: 2

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SB HOLDINGS 2, INC.", CHANGING ITS NAME FROM "SB HOLDINGS 2, INC." TO "SMILE BRANDS HOLDINGS 2, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF JUNE, A.D. 2010, AT 2:44 O'CLOCK P.M.

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

2572546 8100

100646483

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8047119

DATE: 06-10-10

TRADEMARK  
REEL: 004247 FRAME: 0545

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
SB HOLDINGS 2, INC.

SB Holdings 2, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent of its members, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of SB Holdings 2, Inc. be amended by changing Article I thereof in its entirety so that, as amended, said Article shall read as follows:

"Article I

The name of the Corporation is Smile Brands Holdings 2, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by Steven C. Bilt, its President, this 10th day of June, 2010.

By: \_\_\_\_\_



Steven C. Bilt, President