

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion to Limited Liability Company and Change of Name		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Prince Castle, Inc.		12/31/2009	CORPORATION: ILLINOIS
RECEIVING PARTY DATA			
Name:	Prince Castle LLC		
Street Address:	355 E. Kehoe Blvd.		
City:	Carol Stream		
State/Country:	ILLINOIS		
Postal Code:	60188		
Entity Type:	LIMITED LIABILITY COMPANY: ILLINOIS		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	2071010	PRINCE CASTLE INC.	
Registration Number:	2117203	PRINCE CASTLE INC.	
Registration Number:	2277400	TOMATO SABER	
Registration Number:	2405707	MERLIN II	
Registration Number:	2291117	BAGEL SABER	
Registration Number:	2022984	PRINCE CASTLE INC. WORLDWIDE	
Registration Number:	1315466	TOMATO WITCH	
Registration Number:	1315467		
Registration Number:	2040946	RELI-A-TEMP	
Registration Number:	3045701	Q Q-MATIC	
Serial Number:	85082805	QII DECK	
CORRESPONDENCE DATA			
Fax Number:	(312)474-0448		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			

OP \$290.00 2071010

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**TRADEMARK
 REEL: 004272 FRAME: 0641**

Phone: 312-474-6300
Email: docket@marshallip.com
Correspondent Name: Michael R. Graham
Address Line 1: 233 South Wacker Drive
Address Line 2: Suite 6300
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	29178/G1000
NAME OF SUBMITTER:	Michael R. Graham
Signature:	/Michael R. Graham/
Date:	09/03/2010

Total Attachments: 2

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Delaware

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The First State

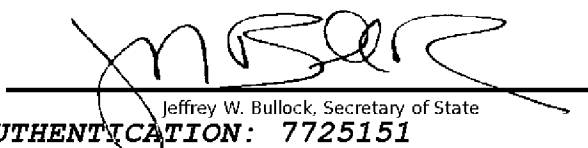
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "PRINCE CASTLE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PRINCE CASTLE, INC." TO "PRINCE CASTLE LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2009, AT 6:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 11:59 O'CLOCK P.M.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7725151

DATE: 12-28-09

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004272 FRAME: 0643

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266 OF THE
DELAWARE GENERAL CORPORATION LAW**


This Certificate of Conversion to Limited Liability Company is being executed on the 1st day of December, 2009.

It is certified as follows:

1. The name of the corporation is PRINCE CASTLE, INC.
2. The date of filing of the original Certificate of Incorporation of PRINCE CASTLE, INC. with the Delaware Secretary of State is May 13, 1993.
3. The name of the limited liability company as set forth in the Certificate of Formation is PRINCE CASTLE LLC.
4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.
5. The conversion shall be effective on December 31, 2009 at 11:59 p.m. Eastern Standard Time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the day and year first above written.

PRINCE CASTLE, INC.
a Delaware corporation

By: 
Name: Michael Valentino
Title: President