

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VIRTUAL RACE BAGS, INC		11/01/2010	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	VIRTUAL RACE BAGS, LLC		
Street Address:	7804 FAIRVIEW ROAD #326		
City:	CHARLOTTE		
State/Country:	NORTH CAROLINA		
Postal Code:	28226		
Entity Type:	LIMITED LIABILITY COMPANY: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85147975	VIRTUAL RACE BAGS	
CORRESPONDENCE DATA			
Fax Number:	(888)894-2674		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	704-547-4227		
Email:	SPENCER@COMPETITIONCOUNSEL.COM		
Correspondent Name:	G. SPENCER LUEDERS JR		
Address Line 1:	338 S. SHARON AMITY ROAD #272		
Address Line 4:	CHARLOTTE, NORTH CAROLINA 28211		
ATTORNEY DOCKET NUMBER:	106-3		
NAME OF SUBMITTER:	G SPENCER LUEDERS JR		
Signature:	/G SPENCER LUEDERS JR/		
Date:	12/12/2010		

OP \$40.00 85147975

Total Attachments: 2

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State of North Carolina
 Department of the Secretary of State

ARTICLES OF ORGANIZATION
 INCLUDING ARTICLES OF CONVERSION

Pursuant to §§ 57C-2-21, 57C-9A-01 and 57C-9A-03 of the General Statutes of North Carolina, the undersigned converting business entity does hereby submit these Articles of Organization Including Articles of Conversion for the purpose of forming a limited liability company.

1. The name of the limited liability company is: Virtual Race Bags, LLC.
 The limited liability company is being formed pursuant to a conversion of another business entity.
2. The name of the converting business entity is Virtual Race Bags, Inc.
 and the organization and internal affairs of the converting business entity are governed by the laws of the state or country of North Carolina.
 A plan of conversion has been approved by the converting business entity as required by law.
3. The converting business entity is a (check one): domestic corporation; foreign corporation; foreign limited liability company; domestic limited partnership; foreign limited partnership; domestic registered limited liability partnership; foreign limited liability partnership; or other partnership as defined in G.S. 59-36, whether or not formed under the laws of North Carolina.
4. If the limited liability company is to dissolve by a specific date, the latest date on which the limited liability company is to dissolve: (If no date for dissolution is specified, there shall be no limit on the duration of the limited liability company.) _____
5. The name and address of each person executing these articles of organization is as follows: (State whether each person is executing these articles of organization in the capacity of a member, organizer or both).
Christopher M. Bradle, Member
808 Isabel Court
Charlotte, North Carolina 28211
6. The street address and county of the initial registered office of the limited liability company is:
 Number and Street 7804 Fairview Road, Suite #326
 City, State, Zip Code Charlotte, North Carolina 28226 County Mecklenburg
7. The mailing address, *if different from the street address*, of the initial registered office is:

8. The name of the initial registered agent is: Christopher M. Bradle

9. Principal office information: (Select either a or b.)

a. The limited liability company has a principal office.

- The street address and county of the principal office of the limited liability company is:

Number and Street _____

City, State, Zip Code _____ County _____

- The mailing address, *if different from the street address*, of the principal office of the limited liability company is: _____

b. The limited liability company does not have a principal office.

10. Check one of the following:

(i) **Member-managed LLC**: all members by virtue of their status as members shall be managers of this limited liability company.

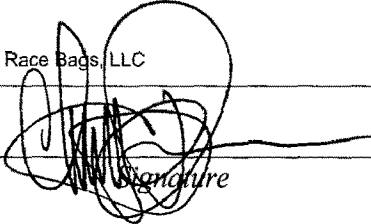
(ii) **Manager-managed LLC**: except as provided by N.C.G.S. Section 57C-3-20(a), the members of this limited liability company shall not be managers by virtue of their status as members.

11. Any other provisions which the limited liability company elects to include are attached.

12. These articles will be effective upon filing, unless a date and/or time is specified:

This is the 29 day of October, 2010.

Virtual Race Bags, LLC



Signature

Christopher M. Bradle, Member

Type or Print Name and Title

NOTES:

1. Filing fee is \$125. This document must be filed with the Secretary of State.

CORPORATIONS DIVISION
(Revised January 2002)

P.O. BOX 29622

RALEIGH, NC 27626-0622
(Form L-01A)