

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of Santana Tesoro, LLC from a Delaware limited liability company to a Nevada limited liability company effective January 14, 2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Santana Tesoro, LLC		01/14/2011	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Santana Tesoro, LLC
Street Address:	2375 E. Tropicana Ave., Suite 8, Box 270
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89119
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	85121862	UNIVERSAL TONE
Serial Number:	85098100	UNIVERSAL TONE
Serial Number:	85191300	UNITY BY CARLOS SANTANA LIGHT LOVE JOY PEACE
Serial Number:	85017499	UNIVERSAL TONE
Serial Number:	78973250	UNITY BY CARLOS SANTANA
Serial Number:	77839572	SANTANA
Serial Number:	77848834	CARLOS BY CARLOS SANTANA
Serial Number:	77848498	CARLOS BY CARLOS SANTANA
Serial Number:	77839508	SANTANA
Serial Number:	77221528	UNIVERSAL TONE
Serial Number:	76543826	SANTANA
Serial Number:	76143168	SANTANA II
Serial Number:	76143167	SANTANA III

OP \$390.00 85121862

Serial Number:	76143165	SANTANA
Serial Number:	76544570	SANTANA

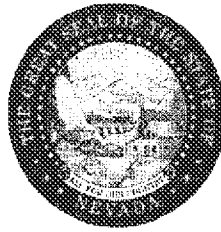
CORRESPONDENCE DATA

Fax Number: (510)832-1486
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 510 451 0544
Email: michael@donahue.com
Correspondent Name: Michael J. Dalton
Address Line 1: 1999 Harrison St., 25th Floor
Address Line 2: Donahue Gallagher Woods LLP
Address Line 4: Oakland, CALIFORNIA 94612

NAME OF SUBMITTER:	Jocelyn M. Belloni
Signature:	/Jocelyn M. Belloni/
Date:	02/18/2011

Total Attachments: 3
source=Santana Tesoro, LLC - Articles of Conversion (1.14.11)#page1.tif
source=Santana Tesoro, LLC - Articles of Conversion (1.14.11)#page2.tif
source=Santana Tesoro, LLC - Articles of Conversion (1.14.11)#page3.tif

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

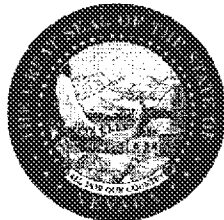
Certified Copy

January 14, 2011

Job Number: C20110114-0787
Reference Number:
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20110029789-79	Convert In	2 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Richard Sifuentes
Certificate Number: C20110114-0787
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

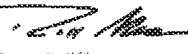
TRADEMARK
REEL: 004482 FRAME: 0514



140301



ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4520
(775) 684-8708
Website: www.nvsos.gov

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20110029789-79 Filing Date and Time 01/14/2011 9:06 AM Entity Number E0022182011-3
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Articles of Conversion
(PURSUANT TO NRS 92A.205)
Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion
(Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

<input type="text" value="Santana Tesoro, LLC"/>	
Name of constituent entity	
<input type="text" value="Delaware"/>	<input type="text" value="limited liability company"/>
Jurisdiction	Entity type *
and,	
<input type="text" value="Santana Tesoro, LLC"/>	
Name of resulting entity	
<input type="text" value="Nevada"/>	<input type="text" value="limited liability company"/>
Jurisdiction	Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1
Revised: 10-16-09



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4620
 (775) 884-8708
 Website: www.nvsos.gov

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn:

c/o:

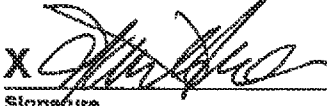
5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240)*

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity


 Signature

Michael Vrionis,
 V.P., Guts & Grace Records, Inc.
 Title Manager Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
 Revised: 10-18-09