

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion from corporation to limited liability company		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Golf Card International Corp.		03/02/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Golf Card International, LLC		
Street Address:	64 Inverness Drive East		
City:	Englewood		
State/Country:	COLORADO		
Postal Code:	80112		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2186363	GOLF CARD	
Registration Number:	3003940	GOLF CARD INTERNATIONAL	
Registration Number:	2071190	GOLF TRAVELER	
Registration Number:	2992047	IGOLFSAVINGS	
Registration Number:	2224937	THE GOLF CARD	
CORRESPONDENCE DATA			
Fax Number:	(310)203-0567		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	310-203-8080		
Email:	trademarkdocket@jmbm.com		
Correspondent Name:	Bernard R. Gans, Esq.		
Address Line 1:	1900 Avenue of the Stars, 7th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90067-4308		
ATTORNEY DOCKET NUMBER:	60982-0004 GOLF CARD		

CH \$140.00 2186363

900187405

TRADEMARK
REEL: 004504 FRAME: 0642

NAME OF SUBMITTER:	Bernard R. Gans
Signature:	/Bernard R. Gans/
Date:	03/24/2011
Total Attachments: 5 source=60982-0004 Golf Card Cert of Conversion#page1.tif source=60982-0004 Golf Card Cert of Conversion#page2.tif source=60982-0004 Golf Card Cert of Conversion#page3.tif source=60982-0004 Golf Card Cert of Conversion#page4.tif source=60982-0004 Golf Card Cert of Conversion#page5.tif	

Delaware

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The First State

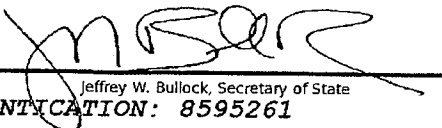
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "GOLF CARD INTERNATIONAL CORP." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GOLF CARD INTERNATIONAL CORP." TO "GOLF CARD INTERNATIONAL, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF MARCH, A.D. 2011, AT 1:52 O'CLOCK P.M.

2320274 8100V

110251262

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8595261

DATE: 03-02-11

TRADEMARK
REEL: 004504 FRAME: 0644

**CERTIFICATE OF CONVERSION
OF
GOLF CARD INTERNATIONAL CORP.
INTO
GOLF CARD INTERNATIONAL, LLC**

Pursuant to Section 18-214 of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq., as amended (the "Act"), Golf Card International Corp., a Delaware corporation (hereinafter referred to as the "Corporation"), elects to be converted into a Delaware limited liability company governed by the Act.


Accordingly, the undersigned certifies as follows:

1. The Corporation was incorporated on December 23, 1992 in the State of Delaware.
2. The name of the Corporation immediately prior to filing this Certificate of Conversion is Golf Card International Corp.
3. The name of the limited liability company as set forth in the Certificate of Formation is Golf Card International, LLC.
4. The conversion provided for herein shall become effective on the date on which this Certificate of Conversion has been accepted for filing by the Office of the Secretary of State of the State of Delaware.
5. The conversion provided for herein has been approved by the Board of Directors and the sole stockholder of the Corporation pursuant to and in accordance with the provisions of the General Corporation Law of the State of Delaware.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
this 21 day of March, 2011.

GOLF CARD INTERNATIONAL CORP.

By: 
Name: Thomas F. Wolfe
Its: Chief Financial Officer

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 CERTIFICATE OF FORMATION OF "GOLF CARD INTERNATIONAL, LLC" FILED IN THIS OFFICE ON THE SECOND DAY OF MARCH, A.D. 2011, AT 1:52 O'CLOCK P.M.



2320274 8100V

110251262

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

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

AUTHENTICATION: 8595261

DATE: 03-02-11

TRADEMARK
REEL: 004504 FRAME: 0647

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:53 PM 03/02/2011
FILED 01:53 PM 03/02/2011
SRV 110251297 - 2343979 FILE

CERTIFICATE OF FORMATION
OF
GOLF CARD INTERNATIONAL, LLC

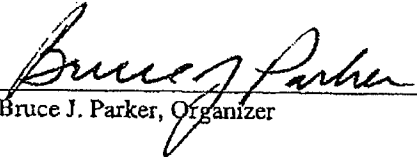
ARTICLE I
Name

The name of the limited liability company is Golf Card International, LLC.

ARTICLE II
Registered Office and Registered Agent

The address of the registered office of the limited liability company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 2nd day of March, 2011.


Bruce J. Parker, Organizer

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