

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	conversion from corporation to limited liability company		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Living Independently Group Inc.		11/12/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Living Independently Group LLC		
<b>Street Address:</b>	352 Seventh Avenue, 10th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10001		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2982714	QUIETCARE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)663-8007		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	2026638000		
<b>Email:</b>	dctm@pillsburylaw.com		
<b>Correspondent Name:</b>	Patrick J. Jennings		
<b>Address Line 1:</b>	2300 N Street, N.W.		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20037		
<b>ATTORNEY DOCKET NUMBER:</b>	33231-394909		
<b>NAME OF SUBMITTER:</b>	Patrick J. Jennings		
<b>Signature:</b>	/Pat Jennings/		
<b>Date:</b>	04/12/2011		

CH \$40.00 2982714

**Total Attachments: 4**

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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 "LIVING INDEPENDENTLY GROUP, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LIVING INDEPENDENTLY GROUP, INC." TO "LIVING INDEPENDENTLY GROUP LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2010, AT 11:20 O'CLOCK A.M.

3564119 8100V

101080842



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: 8348595

DATE: 11-12-10

TRADEMARK  
REEL: 004520 FRAME: 0278

# Delaware

PAGE 2

*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 "LIVING INDEPENDENTLY GROUP LLC" FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2010, AT 11:20 O'CLOCK A.M.



3564119 8100V

101080842

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: 8348595

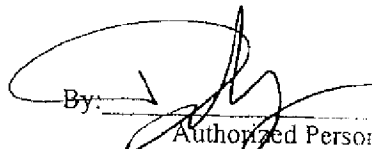
DATE: 11-12-10

TRADEMARK  
REEL: 004520 FRAME: 0279

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the corporation first formed is 08/30/2002.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Living Independently Group, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Living Independently Group LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
5th day of November, A.D. 2010.

By:   
Authorized Person  
Name: David Hauge  
Print or Type

**CERTIFICATE OF FORMATION**  
**OF**  
**LIVING INDEPENDENTLY GROUP LLC**

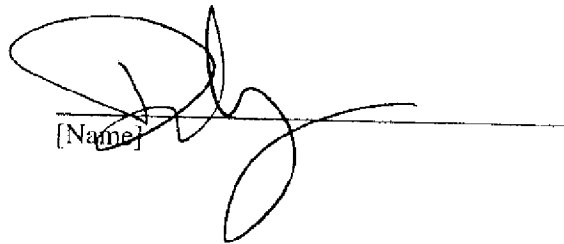
This Certificate of Formation of Living Independently Group LLC (the "LLC"), dated as of November 5, 2010, is being duly executed and filed by Dave Haugen, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

First. The name of the limited liability company formed hereby is Living Independently Group LLC.

Second. The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, New Castle County.

Third. The name of the registered agent for service of process on the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, New Castle County.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.

  
[Name]