

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Entity Conversion (Texas Corporation was converted into a Delaware Limited Liability Company)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Dymatize Enterprises, Inc.		12/21/2010	CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	Dymatize Enterprises, LLC		
Street Address:	13737 North Stemmons Freeway		
City:	Farmers Branch		
State/Country:	TEXAS		
Postal Code:	75234		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2952621	ELITE WHEY PROTEIN	
CORRESPONDENCE DATA			
Fax Number:	(214)764-8389		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	214-367-6000		
Email:	ipdocketing@kk-llp.com		
Correspondent Name:	Klemchuk Kubasta LLP		
Address Line 1:	8150 N Central Expressway, Suite 1150		
Address Line 4:	Dallas, TEXAS 75206		
ATTORNEY DOCKET NUMBER:	1129-0119		
NAME OF SUBMITTER:	Claudia Alvarado		
Signature:	/Claudia Alvarado/		
Date:	05/17/2011		
Total Attachments: 2 source=Conversion#page1.tif source=Conversion#page2.tif			

OP \$40.00 2952621

Form 632
(Revised 01/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See instructions



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FILED
In the Office of the
Secretary of State of Texas
DEC 21 2010

Corporations Section

**Certificate of Conversion
of a
Corporation Converting
to a
Limited Liability Company**

Converting Entity Information

The name of the converting corporation is:
Dymatize Enterprises, Inc.

The jurisdiction of formation of the corporation is: Texas

The date of formation of the corporation is: August 31, 1995

The file number, if any, issued to the corporation by the secretary of state, is: 0136797500

Plan of Conversion—Alternative Statements

The corporation named above is converting to a limited liability company. The name of the limited liability company is:

Dymatize Enterprises, LLC

The limited liability company will be formed under the laws of: Delaware

The plan of conversion is attached.

If the plan of conversion is not attached, the following statements must be completed.

Instead of attaching the plan of conversion, the corporation certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is:

13737 North Stemmons Freeway Farmers Branch TX USA 75234
Street or Mailing Address *City* *State* *Country* *Zip Code*

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

13737 North Stemmons Freeway Farmers Branch TX USA 75234
Street or Mailing Address *City* *State* *Country* *Zip Code*

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

RECEIVED

DEC 21 2010

Secretary of State

Certificate of Formation for the Converted Entity

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is accepted and filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:
- _____
- _____

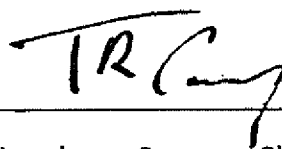
Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.
- In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: December 21, 2010



Theodore Casey, Chief Executive Officer

Signature and title of authorized person on behalf of the converting entity