TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Articles of Organization - Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Johnny Rockets Licensing Corporation		04/29/2011	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Johnny Rockets Licensing, LLC
Street Address:	20 Enterprise Drive, Suite 300
City:	Aliso Viejo
State/Country:	CALIFORNIA
Postal Code:	92656
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	1436052	JOHNNY ROCKETS
Registration Number:	3139461	JOHNNY ROCKETS ROCKET KIDS
Registration Number:	2871302	JOHNNY ROCKETS ROCKET KIDS
Serial Number:	77496496	JOHNNY ROCKETS SPORTS LOUNGE
Registration Number:	2672109	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	2672110	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1951318	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1448387	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1522028	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1740033	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	1436053	JOHNNY ROCKETS THE ORIGINAL HAMBURGER
Registration Number:	2121050	"RED RED SAUCE"
Registration Number:	2726750	ROCKET DOUBLE
Registration Number:	3175266	ROCKET KIDS ROCKET READER

OP $590.00 1436052

Registration Number:	3175267	ROCKET KIDS ROCKET READER
Registration Number:	3063291	ROCKET POUNDER
Registration Number:	2723665	ROCKET RETAIL
Registration Number:	3063349	ROCKET SALAD
Registration Number:	2726751	ROCKET SINGLE
Registration Number:	3468707	ROCKET TRIPLE
Registration Number:	3063348	ROCKET WINGS
Registration Number:	2129076	STREAMLINER
Registration Number:	3772336	WHERE THE GOOD TIMES ROLL

CORRESPONDENCE DATA

Fax Number: (612)766-1600

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 6127667901

Email: trademarkmpls@faegre.com

Correspondent Name: Faegre & Benson LLP

Address Line 1: 90 South Seventh Street

Address Line 2: 2200 Wells Fargo Center

Address Line 4: Minneapolis, MINNESOTA 55402-3901

ATTORNEY DOCKET NUMBER:	80836-
NAME OF SUBMITTER:	Dianna L. Gould - Paralegal
Signature:	/dlg/
Date:	08/22/2011

Total Attachments: 2

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File # 201115410316

State of California
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUN - 3 2011

This Space For Filing Use Only

Limited Liability Company
Articles of Organization - Conversion

IMPORTANT — Read all instructions before completing this form.

Converted Entity Information

1. NAME OF LIMITED LIABILITY COMPANY (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Ltd." and "Co.," respectively.)

JOHNNY ROCKETS LICENSING, LLC

2. THE PURPOSE OF THE LIMITED LIABILTY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one)

☐ ONE MANAGER ☑ MORE THAN ONE MANAGER ☐ ALL LIMITED LIABILITY COMPANY MEMBER(S)

4. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE	CITY	STATE	ZIP CODE
20 ENTERPRISE DR, SUITE 300	ALISO VIEJO	CA	92656

5. NAME OF AGENT FOR SERVICE OF PROCESS (Item 5: Enter the name of the agent for service of process. The agent may be an individual residing in California or a corporation that has filed a certificate pursuant to California Corporations Code section 1505. Item 6: If the agent is an individual, enter the agent's business or residential address in California. Item 7: If the converting entity is a California limited partnership, enter the mailing address of the individual or corporate agent. Check the box and omit the mailing address if the agent's mailing address is the same as the address in Item 6.)

CORPORATION SERVICE COMPANY WHICH WILL DO BUSINESS IN CALIFORNIA AS CSC - LAWYERS INCORPORATING SERVICE

6. IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA	CITY	STATE	ZIP CODE
		CA	

7. MAILING ADDRESS OF AGENT FOR SERVICE OF PROCESS	CITY	STATE	ZIP CODE

☐ THE MAILING ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IS THE SAME AS THE AGENT'S BUSINESS OR RESIDENTIAL ADDRESS IN ITEM 6.

Converting Entity Information

8. NAME OF CONVERTING ENTITY

JOHNNY ROCKETS LICENSING CORPORATION

9. FORM OF ENTITY	10. JURISDICTION	11. CA SECRETARY OF STATE FILE NUMBER, IF ANY
CORPORATION	CALIFORNIA	C1393253

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS:

STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE	AND	THE PERCENTAGE VOTE REQUIRED OF EACH CLASS
COMMON STOCK - 100,000 SHARES OUTSTANDING		100%

Additional Information

13. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

14. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

APRIL 29, 2011
DATE

Denise L Campos
SIGNATURE OF AUTHORIZED PERSON

DENISE CAMPOS, VICE PRESIDENT & CONTROLLER
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

Alan S. Hinson
SIGNATURE OF AUTHORIZED PERSON

ALAN HINSON, SECRETARY
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

TRADEMARK
REEL: 004609 FRAME: 0266

I hereby certify that the foregoing transcript of _____ page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUN - 6 2011

Date: _____

DEBRA BOWEN, Secretary of State