

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Conversion		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Prince Castle, Inc.		12/31/2009	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Prince Castle LLC		
<b>Street Address:</b>	355 East Kehoe Boulevard		
<b>City:</b>	Carol Stream		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60188		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 8</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2566178		
<b>Registration Number:</b>	2334432	SILVER KING	
<b>Registration Number:</b>	1413245	SILVER KING	
<b>Registration Number:</b>	1089592	SILVER KING	
<b>Registration Number:</b>	1043985	KUTLETT	
<b>Registration Number:</b>	1033672	SILVER KING KUTLETT	
<b>Registration Number:</b>	2104252	MILK KRATE	
<b>Registration Number:</b>	0633169	NORRIS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(312)236-7516		
<b>Phone:</b>	312-368-4000		
<b>Email:</b>	ch.tm@dlapiper.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Nicole Chaudhari		

**CH \$215.00 2566178**

Address Line 1: P. O. Box 64807  
Address Line 4: Chicago, ILLINOIS 60664-0807

ATTORNEY DOCKET NUMBER:	251444-002001
NAME OF SUBMITTER:	Nicole Chaudhari
Signature:	/Nicole Chaudhari/
Date:	10/26/2011

Total Attachments: 2  
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source=PRINCE\_CASTLE\_INC\_DE\_CERTIFICATE\_OF\_CONVERSION1#page2.tif

# Delaware

PAGE 1

*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 "PRINCE CASTLE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PRINCE CASTLE, INC." TO "PRINCE CASTLE LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2009, AT 6:01 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 11:59 O'CLOCK P.M.

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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: 7725151

DATE: 12-28-09

TRADEMARK  
REEL: 004648 FRAME: 0970

**CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO  
A LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 266 OF THE  
DELAWARE GENERAL CORPORATION LAW**


This Certificate of Conversion to Limited Liability Company is being executed on the 1<sup>st</sup> day of December, 2009.

It is certified as follows:

1. The name of the corporation is PRINCE CASTLE, INC.
2. The date of filing of the original Certificate of Incorporation of PRINCE CASTLE, INC. with the Delaware Secretary of State is May 13, 1993.
3. The name of the limited liability company as set forth in the Certificate of Formation is PRINCE CASTLE LLC.
4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.
5. The conversion shall be effective on December 31, 2009 at 11:59 p.m. Eastern Standard Time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the day and year first above written.

PRINCE CASTLE, INC.  
a Delaware corporation

By:   
Name: Michael Valentino  
Title: President