

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CONVERSION

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Long John Silver's, Inc.		12/14/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Long John Silver's, LLC
Street Address:	9505 Williamsburg Plaza
Internal Address:	Suite 300
City:	Louisville
State/Country:	KENTUCKY
Postal Code:	40222
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	1778182	ADD-A-PIECE
Registration Number:	2719575	BIG CATCH
Registration Number:	1075623	CHICKEN PLANKS
Registration Number:	1107461	CRUMBLIES
Registration Number:	1098921	FISH & MORE
Registration Number:	3242225	
Registration Number:	4075243	
Registration Number:	3617314	FRESHSIDE GRILLE
Registration Number:	3067992	GET COASTAL
Registration Number:	1683385	GO FISH
Registration Number:	3999467	ICEFLOW
Serial Number:	85194821	LJ SILVER'S SEAFOOD GRILL
Registration Number:	3757272	

OP \$690.00 1778182

Registration Number:	0917847	LONG JOHN SILVER'S
Registration Number:	0933683	LONG JOHN SILVER'S
Registration Number:	1867357	LONG JOHN SILVER'S
Registration Number:	3077448	LONG JOHN SILVER'S
Registration Number:	2851158	LONG JOHN SILVER'S
Registration Number:	2854142	LONG JOHN SILVER'S
Registration Number:	2808979	LONG JOHN SILVER'S
Registration Number:	0959078	LONG JOHN SILVER'S SEA FOOD SHOPPE
Registration Number:	3013855	LONG JOHN SILVER'S EXPRESS
Registration Number:	0915230	
Registration Number:	3591874	THROW BORING OVERBOARD
Registration Number:	4085033	WE SPEAK FISH
Registration Number:	2903191	TREASURE CHEST
Registration Number:	1994379	ULTIMATE FISH SANDWICH

CORRESPONDENCE DATA

Fax Number: (614)464-1737
Phone: 614.559.7282
Email: squimby@fbtlaw.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Samantha M. Quimby
Address Line 1: FROST BROWN TODD LLC
Address Line 2: 10 West Broad Street - Suite 2300
Address Line 4: Columbus, OHIO 43215

NAME OF SUBMITTER:	Samantha M. Quimby
Signature:	/samantha m quimby/
Date:	02/22/2012

Total Attachments: 4
source=Certificate of Conversion from Inc to LLC#page1.tif
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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 "LONG JOHN SILVER'S, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LONG JOHN SILVER'S, INC." TO "LONG JOHN SILVER'S, LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF DECEMBER, A.D. 2011, AT 5:14 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FOURTEENTH DAY OF DECEMBER, A.D. 2011, AT 1 O'CLOCK A.M.

0715822 8100V

111289272



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9225592

DATE: 12-14-11

TRADEMARK
REEL: 004721 FRAME: 0606

**CERTIFICATE OF CONVERSION
OF
LONG JOHN SILVER'S, INC.
(a Delaware corporation)
to
LONG JOHN SILVER'S, LLC
(a Delaware limited liability company)**

Long John Silver's, Inc. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation immediately prior to the filing of this Certificate of Conversion with the Secretary of State of the State of Delaware is Long John Silver's, Inc., and the name under which the Corporation was originally incorporated is Long John Silver's, Inc.;

SECOND: The date of filing of the Corporation's original certificate of incorporation with the Secretary of State of the State of Delaware, and the date on which it was first incorporated, is June 6, 1969, and the Corporation has not changed its jurisdiction since its formation;

THIRD: The name of the limited liability company into which the corporation shall be converted (the "LLC"), as set forth in the Certificate of Formation of the LLC being filed contemporaneously herewith, is Long John Silver's, LLC;

FOURTH: The conversion described herein has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware; and

FIFTH: The conversion of the Corporation to the LLC shall be effective at and as of 1:00 A.M., Delaware time, on December 14, 2011.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the 13th day of December, 2011.

LONG JOHN SILVER'S, INC.

By: Linda J. Neat
Name: Linda J. Neat
Title: Assistant Secretary

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 "LONG JOHN SILVER'S, LLC" FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF DECEMBER, A.D. 2011, AT 5:14 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FOURTEENTH DAY OF DECEMBER, A.D. 2011, AT 1 O'CLOCK A.M.

0715822 8100V

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9225592

DATE: 12-14-11

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REEL: 004721 FRAME: 0608

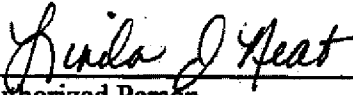
CERTIFICATE OF FORMATION

OF

LONG JOHN SILVER'S, LLC

1. The name of the limited liability company (the "LLC") is Long John Silver's, LLC.
2. The address of its registered office in the State of Delaware is: Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.
3. The principal place of business of the LLC shall be located at such place as the members shall determine from time to time.
4. The period of duration of the LLC is perpetual unless otherwise dissolved in accordance with the Limited Liability Company Agreement of the LLC.
5. The LLC is formed for the object and purpose of, and the nature of the business to be conducted by the LLC is, engaging in any lawful act or activity for which limited liability companies may be formed under the Delaware Limited Liability Company Act and engaging in any and all activities necessary, convenient, desirable or incidental to the foregoing.
6. Except as expressly provided in the Limited Liability Company Agreement of the LLC, the rights and obligations of the members in connection with the regulation and management of the LLC shall be governed by the Delaware Limited Liability Company Act.
7. Long John Silver's, Inc., a Delaware corporation, is converting to the LLC effective at and as of, and this Certificate of Formation shall become effective at and as of, 1:00 A.M., Delaware time, on December 14, 2011. A Certificate of Conversion with respect to such conversion is being filed contemporaneously herewith.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Long John Silver's, LLC this 13th day of December, 2011.



Authorized Person
Linda J. Neat, Assistant Secretary