

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rainbow International Carpet Dyeing & Cleaning Company		12/22/2011	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Rainbow International LLC
Street Address:	1010 N. University Parks Dr.
City:	Waco
State/Country:	TEXAS
Postal Code:	76707
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2768905	R
Registration Number:	2850175	RAINBOW INTERNATIONAL
Registration Number:	1672096	RAINBOW INTERNATIONAL
Registration Number:	3165228	STORM SURGE
Registration Number:	2054615	"THE CLEAN EXPERIENCE" RAINBOW INTERNATIONAL CARPET CARE & RESTORATION SPECIALIST
Registration Number:	1778100	
Registration Number:	3346548	
Registration Number:	3923493	WATER FIRE SMOKE

CORRESPONDENCE DATA

Fax Number: 4045414607
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 4048156500

OP \$215.00 2768905

Email: vnorthcutt@kilpatricktownsend.com
Correspondent Name: William H. Brewster
Address Line 1: 1100 Peachtree St., Suite 2800
Address Line 2: Kilptrick Townsend & Stockton LLP
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	46538.247748
NAME OF SUBMITTER:	Valetta Northcutt, Paralegal
Signature:	/Val Northcutt/
Date:	06/26/2012

Total Attachments: 4

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**CERTIFICATE OF CONVERSION
OF
RAINBOW INTERNATIONAL CARPET DYEING & CLEANING COMPANY
TO
RAINBOW INTERNATIONAL LLC**

Corporations Section

Converting Entity Information

The name of the converting corporation is Rainbow International Carpet Dyeing & Cleaning Company

The jurisdiction of formation of the corporation is Texas.

The date of formation of the corporation is December 16, 1980.

The file number issued to the corporation by the secretary of state is 54292900.

Plan of Conversion – Alternative Statement

The corporation named above is converting to a limited liability company. The name of the limited liability company is Rainbow International LLC.

The limited liability company will be formed under the laws of Texas.

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

(a) 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 1010 N. University Parks Dr., Waco, Texas 76707.

(b) 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 1010 N. University Parks Dr., Waco, Texas 76707.

(c) 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.

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.

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Secretary of State

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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

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 December 31, 2011.

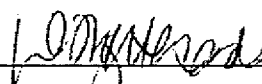
Tax Certificate

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

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed as of the 27 day of December, 2011.

**RAINBOW INTERNATIONAL CARPET
DYEING & CLEANING COMPANY**
a Texas corporation

By: 
Name: DEBBIE WRIGHT-ROOD, SECRETARY
Its: DEBBIE WRIGHT-ROOD, SECRETARY

DEC 29 2011

CERTIFICATE OF FORMATION
OF
RAINBOW INTERNATIONAL LLC

Corporations Section

The undersigned, acting as the sole organizer of a limited liability company formed under Section 10.155(a) of the Texas Business Organizations Code (the "*BOC*"), does hereby adopt the following Certificate of Formation for Rainbow International LLC (the "*Company*"):

Article 1 – Entity Name and Type

The Company formed is a limited liability company. The name of the Company is Rainbow International LLC.

Article 2 – Registered Agent and Registered Office

The initial registered agent is an organization by the name of:

CT Corporation System

The business address of the registered agent and the registered office address is 350 N. St. Paul Street, Suite 2900, Dallas, Texas 75201-4234.

Article 3 – Governing Authority

The Company will not have managers. The Company will be governed its members, and the name and address of the initial member are set forth below:

<u>Name</u>	<u>ADDRESS</u>
Dwyer Franchising LLC	1010 N. University Parks Dr. Waco, Texas 76707

Article 4 - Purpose

The purpose for which the Company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the BOC.

Article 5 - Duration

The period of the duration of the Company is perpetual.

Article 6 – Written Consents

Any action required by the BOC to be taken at any annual or special meeting of members, or any action that may be taken at any annual or special meeting of members, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

Article 7 – Formation Pursuant to Conversion

The Company is being formed pursuant to a Plan of Conversion. The converting entity is Rainbow International Carpet Dyeing & Cleaning Company, a Texas corporation, formed on December 16, 1980. The converting entity's principal place of business is 1010 N. University Parks Dr., Waco, Texas 76707.

Effectiveness of Filing

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 December 31, 2011.

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment.

Signed on the 22 day of December, 2011.

**RAINBOW INTERNATIONAL
CARPET DYEING & CLEANING
COMPANY**

By: 
Name: DEBBIE WRIGHT-HOOD, SECRETARY
Its: DEBBIE WRIGHT-HOOD, SECRETARY