

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>
Alex and Ani, Inc.		06/15/2012	CORPORATION: RHODE ISLAND

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Alex and Ani, LLC
<b>Street Address:</b>	2000 Chapel Hill Blvd, Ste 360
<b>Internal Address:</b>	Alex and Ani, LLC.
<b>City:</b>	Cranston
<b>State/Country:</b>	RHODE ISLAND
<b>Postal Code:</b>	02920
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: RHODE ISLAND

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Serial Number:	85653586	MY LOVE IS ALIVE
Serial Number:	85653557	MY LOVE
Serial Number:	85653548	LOVE IS ALIVE
Serial Number:	85653538	WALL OF LOVE
Serial Number:	85653604	CRYSTAL COLOR THERAPY
Serial Number:	85148505	TURN PEACE UP
Serial Number:	85148398	TURN PEACE UP
Registration Number:	4153058	ALEX AND ANI
Registration Number:	4153057	
Registration Number:	4153056	BANGLE BAR
Registration Number:	4153055	SEE NO EVIL
Registration Number:	4149121	WORDS ARE POWERFUL
Registration Number:	4149119	(+) ENERGY

CH \$840.00 85653586

Serial Number:	85528820	MADE W/
Serial Number:	85528759	MADE IN AMERICA WITH LOVE
Serial Number:	85367504	VINTAGE SIXTY-SIX
Registration Number:	3084865	
Registration Number:	3370734	SPIRITUAL ARMOR
Registration Number:	3171457	ALL PEOPLE PURSUE HAPPINESS... WE CREATE IT.
Registration Number:	3276534	ALEX AND ANI
Registration Number:	3108924	ALEX AND ANI
Registration Number:	3069323	LIPSQUISITE
Registration Number:	2985469	SEE NO EVIL
Registration Number:	2983375	LIPZOTIC
Registration Number:	3151756	SCENT SEVEN
Registration Number:	3813953	CHARITY BY DESIGN
Registration Number:	3877750	CHARITY BY DESIGN
Registration Number:	3755439	H TOO O
Registration Number:	3680907	TURN PEACE UP
Registration Number:	3680906	TURN PEACE UP
Registration Number:	3640652	
Registration Number:	3489210	EMBRACE DIVINE POWER
Registration Number:	2549848	ALEX AND ANI

**CORRESPONDENCE DATA**

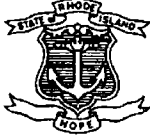
Fax Number: 3057043999  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 305-704-3980  
Email: [aderosa@mcdonaldhopkins.com](mailto:aderosa@mcdonaldhopkins.com)  
Correspondent Name: Amy B. Spagnole-DeRosa  
Address Line 1: 600 Superior Avenue, E., Ste 2100  
Address Line 4: Cleveland, OHIO 44114

NAME OF SUBMITTER:	Amy B. Spagnole-DeRosa
Signature:	/Amy B. Spagnole-DeRosa/
Date:	07/30/2012

Total Attachments: 2  
source=Conversion.Alex and Ani#page1.tif  
source=Conversion.Alex and Ani#page2.tif

No Filing Fee (See Instructions)

ID Number: 109355



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

JUN 15 2012

CERTIFICATE OF CONVERSION

Alex and Ani, LLC

BY gmd 12:50

(Insert full name of the entity following the conversion)

29-172743

SECTION I: TO BE COMPLETED BY ALL CONVERTING ENTITIES

Pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, the undersigned (check one box only):

- Other entity or Business Corporation or Sole Proprietorship or Partnership (General, Limited, or Limited Liability Partnership) or Limited Liability Company

submits the following Certificate of Conversion for the purpose of converting to a (check one box only):

- Limited Partnership or Limited Liability Company or Business Corporation

- a. The name of the converting entity filing this Certificate of Conversion is: Alex and Ani, Inc. 135520
b. The date on which the converting entity was first created, formed, or otherwise came into being is: October 23, 2003
c. The jurisdiction where the converting entity was first created, formed, or otherwise came into being is: Rhode Island
d. If the jurisdiction of the converting entity has changed since it was first created, state the jurisdiction of the entity immediately prior to the filing of the Certificate of Conversion: Rhode Island
e. The name of the limited partnership or limited liability company or business corporation following the conversion is: Alex and Ani, LLC
f. The certificate of conversion is filed as an accompanying certificate to the certificate of limited partnership or articles of organization or articles of incorporation (check one box only) of the converting entity.
g. This conversion has been approved in the manner provided for by the document, instrument, agreement or other writing, as the case may be, governing the internal affairs of the entity and the conduct of its business or by applicable law, as appropriate, and the partnership agreement or limited liability company agreement or articles of incorporation (check one box only) shall be approved by the same authorization required to approve the conversion.
h. The future date or time certain of the conversion to a limited partnership or limited liability company or business corporation (check one box only) is to become effective, if later than the date of filing of the certificate of conversion and the certificate of limited partnership or articles of organization of a limited liability company or articles of incorporation (check one box only) is: upon filing

2012 JUN 15 PM 12:50
CORPORATIONS DIV

**SECTION II: TO BE COMPLETE BY ALL CONVERTING ENTITIES**

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Conversion, including any accompanying attachments, and that all statements contained herein are true and correct and that the undersigned is authorized to sign this certificate on behalf of the entity set forth in Section 1A.

Date: June 15, 2012

\_\_\_\_\_  
Print Name of other entity

OR

\_\_\_\_\_  
Print Name of the Partnership

By: \_\_\_\_\_  
Signature of Authorized Person

By: \_\_\_\_\_  
Signature of Partner

By: \_\_\_\_\_  
Signature of Authorized Person

By: \_\_\_\_\_  
Signature of Partner

By: \_\_\_\_\_  
Signature of Partner

Alex and Ani, Inc.  
\_\_\_\_\_  
Print Name of Corporation

OR

\_\_\_\_\_  
Print Name of Sole Proprietorship

By:  \_\_\_\_\_  
Signature of Authorized Person  
Carolyn A. Rafaelian, President

By: \_\_\_\_\_  
Signature of Sole Proprietor

By: \_\_\_\_\_  
Signature of Authorized Person

Alex and Ani, LLC  
\_\_\_\_\_  
Print Name of Limited Liability Company

By:  \_\_\_\_\_  
Signature of Authorized Person  
Carolyn A. Rafaelian, President

By: \_\_\_\_\_  
Signature of Authorized Person