

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
Who What Wear, LLC		06/12/2012	LIMITED LIABILITY COMPANY: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Clique Media, Inc.
Street Address:	6351 Wilshire Blvd
Internal Address:	Suite 200
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90212
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Serial Number:	85045422	W3 BY WHO WHAT WEAR
Serial Number:	85612509	CLIQUE MEDIA
Serial Number:	85610826	DOMAINE
Serial Number:	85513188	CLIQUE
Serial Number:	77668583	STYLE STALKER
Registration Number:	4007678	W3 BY WHO WHAT WEAR
Registration Number:	4053665	STYLE STALKER
Registration Number:	3727026	WHO WHAT WEAR

**CORRESPONDENCE DATA**

Fax Number: 6157420410  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 615-742-7760

CH \$215.00 85045422

Email: trademarks@bassberry.com  
Correspondent Name: Robert L. Brewer  
Address Line 1: 150 3rd Avenue south  
Address Line 2: Suite 2800  
Address Line 4: Nashville, TENNESSEE 37201

ATTORNEY DOCKET NUMBER:	115966-100
NAME OF SUBMITTER:	Robert L. Brewer
Signature:	/Robert L. Brewer/
Date:	08/07/2012
Total Attachments: 2 source=name change#page1.tif source=name change#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 CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "WHO WHAT WEAR LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "WHO WHAT WEAR LLC" TO "CLIQUE MEDIA, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF JUNE, A.D. 2012, AT 8:13 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

5168252 8100V

120727463



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: 9635669

DATE: 06-12-12

TRADEMARK  
REEL: 004837 FRAME: 0766

**CERTIFICATE OF CONVERSION TO CORPORATION**  
of  
**Who What Wear LLC, a California limited liability company**  
to  
**Clique Media, Inc., a Delaware corporation**

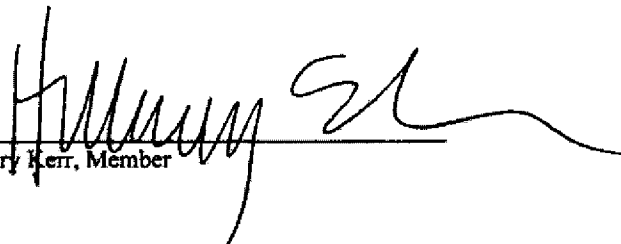
This Certificate of Conversion to Corporation, effective as of June 12, 2012, is being duly executed and filed by Who What Wear, LLC, a California limited liability company (the "Other Entity"), to convert the Other Entity to Clique Media, Inc. a Delaware corporation (the "Corporation"), under Section 265 of the General Corporation Law of the State of Delaware.

1. The Other Entity was first formed on February 5, 2007.
2. The Other Entity is a limited liability company formed under the laws of the State of California.
3. The Other Entity's name immediately prior to the filing of this Certificate of Conversion to Corporation was Who What Wear LLC.
4. The name of the Corporation as set forth in its certificate of incorporation is Clique Media, Inc.
5. The conversion of the Other Entity to the Corporation shall be effective upon the filing of this Certificate of Conversion to Corporation and a certificate of incorporation with the Secretary of State of the State of Delaware (the "Effective Time").
6. At the Effective Time, (i) each outstanding membership interest in the Other Entity shall be converted into shares of the Corporation's common stock on a pro-rata basis as further set forth in the Plan of Conversion approved by the Other Entity's members on or about the date hereof; and (ii) each outstanding option to purchase a membership interest in the Other Entity shall be converted into an option to purchase shares of the Corporation's common stock as further set forth in the Plan of Conversion approved by the Other Entity's members on or about the date hereof.

IN WITNESS WHEREOF, the undersigned Members of the Other Entity, being duly authorized to execute this Certificate of Conversion to Corporation, have executed this Certificate of Conversion to Corporation as of the date first written above.

**Who What Wear LLC**

  
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Katherine Power, Member

  
\_\_\_\_\_  
Hillary Kerr, Member