

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
Whataburger		12/01/2011	PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Tres Aguilas Enterprises LLC		
Street Address:	300 Concord Plaza Drive		
City:	San Antonio		
State/Country:	TEXAS		
Postal Code:	78216		
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2066960	WHAT A PIZZA!	
Registration Number:	2066885	WOW! WHAT A PIZZA!	
CORRESPONDENCE DATA			
Fax Number:	5127031250		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(512) 476-1400		
Email:	jmcdaniel@dmtechlaw.com		
Correspondent Name:	Jeff A. McDaniel		
Address Line 1:	901 S. MoPac Expressway		
Address Line 2:	Barton Oaks Plaza III, Ste 310		
Address Line 4:	Austin, TEXAS 78746		
ATTORNEY DOCKET NUMBER:	6000-28500		
NAME OF SUBMITTER:	Jeff A. McDaniel		
Signature:	/jeffamcdaniel/		

CH \$65.00 2066960

Date:

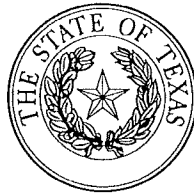
09/24/2012

Total Attachments: 3

source=TX SOS Certificate of Conversion#page1.tif

source=TX SOS Certificate of Conversion#page2.tif

source=TX SOS Certificate of Conversion#page3.tif



Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Whataburger

File Number: [Entity not of Record, Filing Number Not Available]

Converting it to

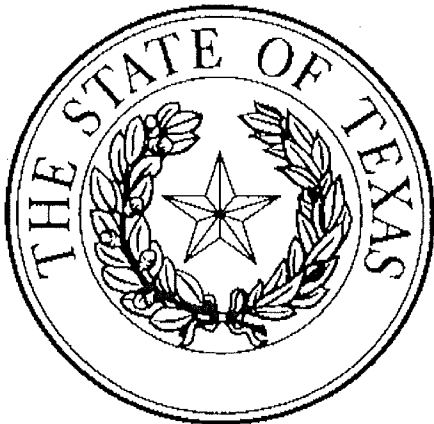
Tres Aguilas Enterprises LLC

File Number: 801519859

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 12/13/2011

Effective: 01/02/2012 03:01 pm



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Form 646
(Revised 05/11)

This space reserved for office use.



Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709

Filing Fee: See instructions

**Certificate of Conversion
of a
Texas General Partnership
Converting to a
Texas Filing Entity**

FILED
In the Office of the
Secretary of State of Texas
DEC 13 2011
Corporations Section

Converting Entity Information

The converting entity is a Texas general partnership. The name of the Texas general partnership is:
Whataburger

Converted Entity Information

The Texas general partnership is converting to another type of entity formed under the Texas Business Organizations Code. The name of the converted Texas entity is:

Tres Aguilas Enterprises LLC

(Name of entity after the conversion must include an organizational identifier for the entity type selected below.)

The entity type of the converted entity is a: *(Select one entity type from the list shown below.)*

- Limited liability company
- Professional limited liability company
- Professional corporation
- For-profit corporation
- Limited partnership
- Nonprofit corporation
- Professional association

Plan of Conversion

The plan of conversion is attached.

If the plan of conversion is not attached, the following section must be completed.

Alternative Statements

In lieu of providing the plan of conversion, the converting general partnership certifies that:

1. A signed plan of conversion is on file at the principal place of business of the general partnership, the converting entity. The address of the principal place of business of the general partnership is:

300 Concord Plaza Drive	San Antonio	TX	USA	78216
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

2. A signed plan of conversion will be on file after the conversion at the principal place of business of the converted entity. The address of the principal place of business of the converted entity is:

300 Concord Plaza Drive	San Antonio	TX	USA	78216
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

3. 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 certificate of formation of the Texas filing entity must be 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.

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 (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. 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: January 2, 2012, 3:01 pm

C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that certifies that the general partnership is in good standing for purposes of conversion.

In lieu of providing the tax certificate, the converted entity is liable for the payment of any franchise taxes.

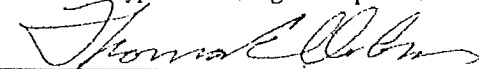
Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code to execute the filing instrument.

Date: 12-1-11

By: Thomas E. Dobson, trustee for the Tom Dobson
Revocable Voting Trust, authorized partner

Printed or typed name of general partner



Signature of general partner (See instructions)

Handwritten initials