

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	MERGER																										
EFFECTIVE DATE:	12/21/2011																										
CONVEYING PARTY DATA																											
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CORRESPONDENCE DATA																											
<p>Fax Number: 7027929002 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 702-792-3773 Email: lvpto@gtlaw.com Correspondent Name: Greenberg Traurig, LLP; Attn. L.Thompson Address Line 1: 3773 Howard Hughes Parkway Address Line 2: Suite 400N Address Line 4: Las Vegas, NEVADA 89169</p>																											
ATTORNEY DOCKET NUMBER:	107614.108/117																										

NAME OF SUBMITTER:	Lauri S. Thompson
Signature:	/Lauri S. Thompson/
Date:	10/10/2012
Total Attachments: 2 source=Assignment of Mark - GRIFF Inc#page1.tif source=Assignment of Mark - GRIFF Inc#page2.tif	

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 21, 2011

The State Corporation Commission has found the accompanying articles of entity conversion submitted on behalf of

Happy Tails Dog Spa LLC

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ENTITY CONVERSION

be issued and admitted to record with the articles of entity conversion and articles of incorporation in the Office of the Clerk of the Commission, effective December 21, 2011.

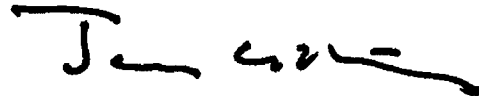
When the certificate becomes effective, Happy Tails Dog Spa LLC is deemed to be a corporation incorporated under the laws of this Commonwealth with the name

GRIFF INC.

The corporation is granted the authority conferred on it by law in accordance with its articles of incorporation, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



James C. Dimitri
Commissioner

CNVRCACT
CIS0322
11-12-20-2421

ARTICLES OF ENTITY CONVERSION
OF
HAPPY TAILS DOG SPA LLC

The undersigned, on behalf of the limited liability company sets forth below, pursuant to Title 13.1, Chapter 9, Articles 12.2 of the Code of Virginia, states as follows:

FIRST: The name of the limited liability company immediately prior to the filing of these articles of entity conversion is: HAPPY TAILS DOG SPA LLC (the "Company"). The Company shall convert to a Virginia corporation and its name shall be:

GRIFF INC.

SECOND: The plan of entity conversion, pursuant to Section 13.1-722.10 of the Code of Virginia, is set forth as follows:

A. The full text of the Articles of Incorporation of the resulting Corporation as they will be in effect immediately after consummation of the conversion is attached hereto.

B. The principal terms of the plan of conversion from a limited liability company to a Corporation are as follows:

(i) Each one percent (1%) membership interest owned by a member of the Company will immediately, upon the effective date of filing of these Articles, be converted into TEN (10) shares of common stock in the Corporation, which preserves the ownership proportion and relative rights, preferences, and limitation, of each such interest; and

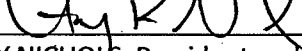
(ii) The Company shall cease to be a limited liability company when the Articles of Entity Conversion become effective.

THIRD: The plan of entity conversion may be amended prior to the issuance of the certificate of entity conversion. An amendment made subsequent to the submission of the plan to the members shall not alter or change any of the terms or conditions of the plan if the change would adversely affect the membership interests of the limited liability company.

FOURTH: The plan of conversion was approved by the members of the Company by the unanimous vote of the members of the Company on December 19, 2011.

EXECUTED this 19th day of December, 2011.

HAPPY TAILS DOG SPA LLC

By: 
AMY NICHOLS, President and Authorized Member

SCC ID #: S063509-6

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