

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Avenues Education. Inc.		11/19/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Avenues World Holdings LLC		
Street Address:	11 E. 26th Street, 17th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4234343	AVENUES	
CORRESPONDENCE DATA			
Fax Number:	3367338473		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(919) 484-2308		
Email:	trademarkswinston@wcsr.com		
Correspondent Name:	Jeanine M. Mitchell		
Address Line 1:	Womble Carlyle Sandridge & Rice, LLP		
Address Line 2:	One West Fourth Street		
Address Line 4:	Winston-Salem, NORTH CAROLINA 27101		
ATTORNEY DOCKET NUMBER:	61884.0002.5		
NAME OF SUBMITTER:	Jeanine M. Mitchell		
Signature:	/Jeanine Mitchell/		

CH \$40.00 4234343

Date:

11/14/2012

Total Attachments: 2

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STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Corporation first formed is May 19, 2009.
4. The name of the Corporation immediately prior to filing this Certificate is Avenues Education, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Avenues World Holdings LLC.

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting corporation, has executed this Certificate on the 19 of November, 2010.

Avenues Education, Inc.

By: 

Name: H. Christopher Whittle

Title: Chief Executive Officer

WCSR 4440296v1

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:42 PM 11/19/2010
FILED 01:42 PM 11/19/2010
SRV 101106748 - 4689117 FILE


TRADEMARK
REEL: 004900 FRAME: 0250

STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE OF FORMATION

FIRST: The name of the limited liability company is Avenues World Holdings LLC.

SECOND: The address of the limited liability company's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, New Castle County. The name of the limited liability company's registered agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned, being duly authorized, has executed this Certificate of Formation of Avenues World Holdings, LLC this 19 day of November, 2010.

By: 

Name: H. Christopher Whittle

Title: Chief Executive Officer

WCSR 4440339v1

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:42 PM 11/19/2010
FILED 01:42 PM 11/19/2010
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RECORDED: 11/14/2012

TRADEMARK
REEL: 004900 FRAME: 0251