

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>
Luxbrand Investments Inc.		11/28/2012	CORPORATION: FLORIDA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Luxbrand Investments LLC		
<b>Street Address:</b>	515 E. Parl Avenue		
<b>Internal Address:</b>	c/o NRAI Services, Inc.		
<b>City:</b>	Tallahassee		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	32301		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: FLORIDA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3413220	BADRUTT'S PLACE	
<b>Registration Number:</b>	3573530	BP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2129499190		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2129499022		
<b>Email:</b>	fterranella@lawabel.com		
<b>Correspondent Name:</b>	Lawrence E. Abelman		
<b>Address Line 1:</b>	666 Third Avenue		
<b>Address Line 2:</b>	10th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10017		
<b>ATTORNEY DOCKET NUMBER:</b>	8004747		
<b>NAME OF SUBMITTER:</b>	Frank Terranella		

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Signature:	/ft/
Date:	12/11/2012
Total Attachments: 4 source=Luxbrand conversion#page1.tif source=Luxbrand conversion#page2.tif source=Luxbrand conversion#page3.tif source=Luxbrand conversion#page4.tif	



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 29, 2012

CORPDIRECT AGENTS, INC.  
KATIE WONSCH

Re: Document Number L12000149314

The Certificate of Conversion and Articles of Organization were filed November 28, 2012, with an organizational date deemed effective March 2, 2011, for LUXBRAND INVESTMENTS LLC, the resulting Florida Limited Liability Company.

The certification you requested is enclosed.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added. **It is your responsibility to remember to file your annual report in a timely manner.**

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to [www.irs.gov](http://www.irs.gov).

Should you have any further questions concerning this matter, please feel free to call (850) 245-6051, the Registration Filing Section.

Neysa Culligan  
Regulatory Specialist II  
Division of Corporations

Letter Number: 512A00028398

[www.sunbiz.org](http://www.sunbiz.org)

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

TRADEMARK

REEL: 004916 FRAME: 0816

# State of Florida



## Department of State

I certify from the records of this office that LUXBRAND INVESTMENTS LLC, is a limited liability company organized under the laws of the State of Florida, filed on November 28, 2012, with an organizational date deemed effective March 2, 2011.

The document number of this company is L12000149314.

I further certify that said company has paid all fees due this office through December 31, 2012, and its status is active.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Twenty-ninth day of November, 2012



CR2EO22 (1-11)

*Ken Detzner*

Ken Detzner  
Secretary of State

TRADEMARK

REEL: 004916 FRAME: 0817

FILED

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION  
FOR  
LUXBRAND INVESTMENTS INC.  
INTO  
LUXBRAND INVESTMENTS LLC**


The undersigned duly authorized signor, on behalf of Luxbrand Investments Inc., a Florida corporation (the "Converting Corporation"), and for the purpose of converting the Converting Corporation from a Florida corporation into a Florida limited liability company pursuant to §§607.1113 and 608.439 of the Florida Statutes, certifies that:

1. The name of the Converting Corporation at its incorporation was Luxbrand Investments Inc., and immediately prior to the filing of this Certificate of Conversion was Luxbrand Investments Inc.
2. The Converting Corporation is a corporation first incorporated under the laws of the State of Florida on March 2, 2011 (Document Number P11000021467).
3. The name of the limited liability company as set forth in the accompanying Articles of Organization is Luxbrand Investments LLC.
4. The above referenced Florida corporation has converted into a Florida limited liability company in accordance with Chapter 607 of the Florida Statutes, and the conversion complies with Chapter 608 of the Florida Statutes, governing limited liability companies.
5. The Plan of Conversion was approved by the Converting Corporation in accordance with Chapter 607 of the Florida Statutes.
6. The written consent of the directors and shareholders of the Converting Corporation who, as a result of the conversion, are now the officers and members, respectively, of the surviving entity was obtained pursuant to § 607.1112(6) of the Florida Statutes.
7. The principal office address of Luxbrand Investments LLC is c/o NRAI Services, Inc., 515 E. Park Avenue, Tallahassee, FL 32301.
8. The effective date of filing for this Certificate of Conversion and the accompanying Articles of Organization shall be as of the date of filing.


*[Signature on the following page]*

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion, on behalf of the Converting Corporation, as of this 28<sup>th</sup> day of November, 2012.

LUXBRAND INVESTMENTS INC.

By:   
Name: Lorenzo Locatelli  
Title: Chief Executive Officer

LUXBRAND INVESTMENTS LLC

By:   
Name: Lorenzo Locatelli  
Title: Managing Partner

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