

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
Levlad, Inc.		03/05/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Levlad, LLC		
Street Address:	9200 Mason Avenue		
City:	Chatsworth		
State/Country:	CALIFORNIA		
Postal Code:	91311		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3373914	TONE BACK THE CLOCK	
CORRESPONDENCE DATA			
Fax Number:	9498520004		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	9498520000		
Email:	tess@kppb.com		
Correspondent Name:	John W. Peck		
Address Line 1:	2400 E. Katella Ave, Suite 1050		
Address Line 4:	Anaheim, CALIFORNIA 92806		
ATTORNEY DOCKET NUMBER:	L8:02137		
NAME OF SUBMITTER:	Tina Huynh		
Signature:	/Tina Huynh/		
Date:	01/23/2013		

OP \$40.00 3373914

Total Attachments: 12

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Delaware

PAGE 1

The First State

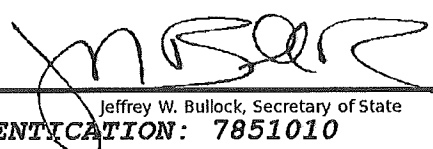
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "LEVLAD, LLC", FILED IN
THIS OFFICE ON THE FIFTH DAY OF MARCH, A.D. 2010, AT 11:52
O'CLOCK A.M.

4176221 8100

100249858

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7851010

DATE: 03-05-10

TRADEMARK
REEL: 004947 FRAME: 0370

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF FORMATION

OF

LEVLAD, LLC

1. The name of the limited liability company is Levlad, LLC.
2. The Certificate of Formation is hereby amended to add the following at the end thereof:
"3. For so long as Section 1123(a)(6) of the Bankruptcy Code (11 U.S.C. §1123(a)(6)) is in effect and applicable to the company, the company shall not issue nonvoting equity securities."

Dated: March 5, 2010

By: Mark I. Lehman

Name: Mark I. Lehman

Title: Chief Financial Officer

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "LEVLAB, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR REVOKED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF CONVERSION, FILED THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.

CERTIFICATE OF FORMATION, FILED THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "LEVLAB, LLC".

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4176221 8310

070269356

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5473521

DATE: 03-01-07

TRADEMARK
REEL: 004947 FRAME: 0372

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

1. The jurisdiction where the Non-Delaware Limited Liability Company was first formed is California.
2. The jurisdiction immediately prior to filing this Certificate is California.
3. The date the Non-Delaware Limited Liability Company was first formed is August 29, 1975 (as Levlad, Inc., which converted into a California limited liability company on August 5, 2005).
4. The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Levlad, LLC.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Levlad, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on this 16th day of June, 2006.

By: 

Name: Michael B. DeFlorio
Authorized Person

Delaware

PAGE 1

The First State

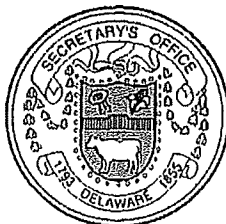
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "LEVLAD, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF CONVERSION, FILED THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.

CERTIFICATE OF FORMATION, FILED THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "LEVLAD, LLC".



4176221 8100H

070269356

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5473522

DATE: 03-01-07

TRADEMARK
REEL: 004947 FRAME: 0374


CERTIFICATE of FORMATION
OF
LEVLAD, LLC

This Certificate of Formation of Levlad, LLC (the "Company") has been duly executed and is being filed by an authorized person to form a limited liability company under the Delaware Limited Liability Company Act, as amended from time to time.

1. Name. The name of the limited liability company is "Levlad, LLC".

2. Registered Office and Registered Agent. The address of the Company's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808. The name of the Company's Registered Agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 16th day of June, 2006.

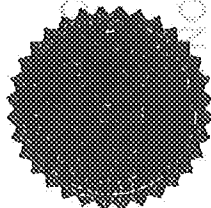
By: 
Name: Michael B. DeFlorio
Authorized Person

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "LEVLAB, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.



4176221 8100V

060581657

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4831671

DATE: 06-16-06

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

1. The jurisdiction where the Non-Delaware Limited Liability Company was first formed is California.
2. The jurisdiction immediately prior to filing this Certificate is California.
3. The date the Non-Delaware Limited Liability Company was first formed is August 29, 1975 (as Levlad, Inc., which converted into a California limited liability company on August 5, 2005).
4. The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Levlad, LLC.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Levlad, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on this 16th day of June, 2006.

By: 

Name: Michael B. DeFlorio
Authorized Person

DO NOT COPY

DO NOT COPY

DO NOT COPY

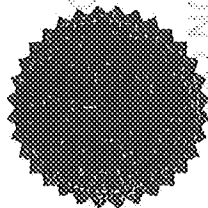
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Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "LEVLAB, LLC" FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.



4176221 8100V

060581657

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4831671.

DATE: 06-16-06

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:20 AM 06/16/2006
FILED 08:11 AM 06/16/2006
SRV 060581657 - 4176221 FILE

CERTIFICATE of FORMATION
OF
LEVLAD, LLC

This Certificate of Formation of Levlad, LLC (the "Company") has been duly executed and is being filed by an authorized person to form a limited liability company under the Delaware Limited Liability Company Act, as amended from time to time.

1. Name. The name of the limited liability company is "Levlad, LLC".
2. Registered Office and Registered Agent. The address of the Company's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808. The name of the Company's Registered Agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 16th day of June, 2006.

By: 
Name: Michael B. DeFlorio
Authorized Person

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NEW YORK 06/16/2006 (10)

Delaware

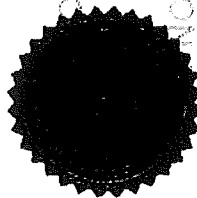
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "LEV LAD, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 2006, AT 8:11 O'CLOCK A.M.

4176221 8100V

060581657



Harriet Smith Windsor


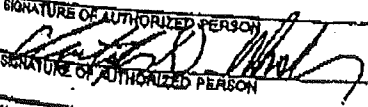

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4831671

DATE: 06-16-06

0805 12:33 8772160159

PAGE 82

 State of California Secretary of State		File # _____
LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION - CONVERSION		
IMPORTANT -- Read all instructions before completing this form.		This Space For Filing Use Only
CONVERTED ENTITY INFORMATION		
1. NAME OF LIMITED LIABILITY COMPANY (End the name with the words "Limited Liability Company," "Ltd. Liability Company," "Ltd. Liability Co.," or the abbreviation "LLC" or "L.L.C.") Leylad, LLC		
2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE SEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.		
3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one) <input checked="" type="checkbox"/> ONE MANAGER <input type="checkbox"/> MORE THAN ONE MANAGER <input type="checkbox"/> ALL LIMITED LIABILITY COMPANY MEMBER(S)		
4. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE 9200 Mason Avenue CITY AND STATE: Chatsworth, CA ZIP CODE: 91311		
5. NAME OF AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both items 5 and 6 must be completed. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporate Code section 1505 and item 5 must be completed (leave item 6 blank).) Harold E. Williams, Jr.		
6. IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA 9200 Mason Avenue CITY: Chatsworth STATE: CA ZIP CODE: 91311		
CONVERTING ENTITY INFORMATION		
7. NAME OF CONVERTING ENTITY Leylad, Inc.		
8. FORM OF ENTITY Corporation	9. JURISDICTION California	10. CA SECRETARY OF STATE FILE NUMBER, IF ANY 00745879
11. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALLED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS: STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS Common Stock; One (1) share issued and outstanding and entitled to vote 100%		
ADDITIONAL INFORMATION		
12. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.		
13. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.		
SIGNATURE OF AUTHORIZED PERSON 	DATE 8/5/05	Michael B. DeFlorio, Chairman of the Board TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
SIGNATURE OF AUTHORIZED PERSON 	DATE 8/5/05	Christopher D. Whalen, Assistant Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
APPROVED BY SECRETARY OF STATE		



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