

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|----------------------------------|---|-----------------------|---------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Statement of Conversion/LLC converting into a CA stock corporation | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Sevenly, LLC | | 01/18/2013 | LIMITED LIABILITY COMPANY: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Sevenly, Inc. | | |
| Street Address: | 270 Baker St | | |
| Internal Address: | #200 | | |
| City: | Costa Mesa | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 92626 | | |
| Entity Type: | CORPORATION: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4121058 | SEVENLY | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 9497609502 | | |
| | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | |
| Phone: | (949) 760-0404 | | |
| Email: | efiling@knobbe.com | | |
| Correspondent Name: | Catherine J. Holland | | |
| Address Line 1: | 2040 Main Sreet | | |
| Address Line 2: | 14th Floor | | |
| Address Line 4: | Irvine, CALIFORNIA 92614 | | |
| ATTORNEY DOCKET NUMBER: | SEVLY.001T | | |
| NAME OF SUBMITTER: | Catherine J. Holland | | |

OP \$40.00 4121058

| | |
|--|---------------------|
| Signature: | /Catherine Holland/ |
| Date: | 03/13/2013 |
| Total Attachments: 4 source=Sevenly Articles of Incorporation 1-18-13#page1.tif source=Sevenly Articles of Incorporation 1-18-13#page2.tif source=Sevenly Articles of Incorporation 1-18-13#page3.tif source=Sevenly Articles of Incorporation 1-18-13#page4.tif | |

ARTICLES OF INCORPORATION
OF SEVENLY, INC.
WITH STATEMENT OF CONVERSION

FILED w/CT
Secretary of State
State of California

JAN 18 2013

ARTICLE I

The name of this corporation is Sevenly, Inc.

ARTICLE II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

The name and address in the State of California of this corporation's initial agent for service of process is: Dale Partridge, 270 Baker Street #200, Costa Mesa, California 92626.

ARTICLE IV

The initial street and mailing address of the corporation is 270 Baker Street, #200, Costa Mesa, CA 92626.

ARTICLE V

This corporation is authorized to issue two classes of shares, designated "Common Shares" and "Preferred Shares." The total number of shares that this corporation is authorized to issue is 11,000,000. The number of Common Shares that this corporation is authorized to issue is 10,000,000. The number of Preferred Shares that this corporation is authorized to issue is 1,000,000.

The Preferred Shares authorized by these Articles of Incorporation may be issued in one or more series. The Board of Directors of the corporation is authorized to determine or alter the rights, preferences, privileges, and restrictions granted or imposed upon any wholly unissued series of Preferred Shares and, within the limitations or restrictions stated in any resolution or resolutions of the Board of Directors originally fixing the number of shares constituting any series, to increase or decrease (but not below the number of shares of any such series then outstanding) the number of shares of any such series subsequent to the issue of shares of that series, to determine the designation and par value of any series, and to fix the numbers of shares of any series.

ARTICLE VI

(Statement of Conversion)

The name of the converting California limited liability company is Sevenly, LLC. The limited liability company's California Secretary of State file number is 201111710222. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under Section 17540.3. There is one class of members entitled to vote and the percentage vote required is a majority-in-interest of the members. The limited liability company is converting into a California stock corporation.

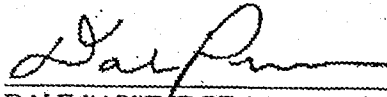
TRADEMARK

REEL: 004980 FRAME: 0833

ARTICLE VII
(Statement of Conversion)

The name of the converting California limited liability company is Sevenly, LLC. The limited liability company's California Secretary of State file number is 201111710222. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under Section 17540.3. There is one class of members entitled to vote and the percentage vote required is a majority-in-interest of the members. The limited liability company is converting into a California stock corporation.

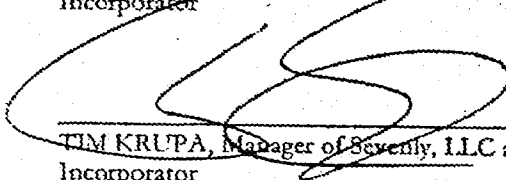
It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.



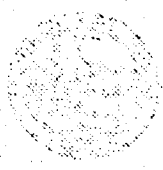
DALE PARTRIDGE, Manager of Sevenly, LLC and
Incorporator



AARON CHAVEZ, Manager of Sevenly, LLC and
Incorporator



TIM KRUPA, Manager of Sevenly, LLC and
Incorporator





... ..
... ..
... ..
... ..
... ..

JUN 21 1953

John F. ...

TRADEMARK

REEL: 004980 FRAME: 0835



FILING STATUS REPORT

Date: January 25, 2013

Randolf Katz
Baker & Hostetler
600 Anton Blvd. Suite 900
Costa Mesa, CA 92626

NRAI Order Number: CBA201300402
NRAI Service Rep: Emily Vincent
Service Rep E-mail: evincent@nrai.com
Client Reference Number: N/A

ATTACHED PLEASE FIND EVIDENCE OF THE FOLLOWING FILING(S) REQUESTED:

| 1) SUBJECT NAME: <i>SEVENLY, LLC CONVERTED TO SEVENLY, INC.</i> | | |
|--|-----------|-------------|
| TYPE OF FILING: ARTICLES OF INCORPORATION WITH STATEMENT OF CONVERSION | | |
| JURISDICTION | FILE DATE | FILE NUMBER |
| SECRETARY OF STATE, CALIFORNIA | 1/18/2013 | C3530069 |