

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Goodreads Inc.		04/25/2013	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
Name:	Goodreads LLC
Street Address:	49 Stevenson Street
Internal Address:	Suite 950
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94105
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

<b>PROPERTY NUMBERS Total: 3</b>		
Property Type	Number	Word Mark
Registration Number:	3870157	GOODREADS
Registration Number:	3952282	GOODREADS
Registration Number:	3870156	GOODREADS

<b>CORRESPONDENCE DATA</b>	
Fax Number:	2485668407
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	248-566-8406
Email:	akramer@honigman.com
Correspondent Name:	Anessa Owen Kramer
Address Line 1:	39400 Woodward Avenue
Address Line 2:	Suite 101
Address Line 4:	Bloomfield Hills, MICHIGAN 48304-5151

ATTORNEY DOCKET NUMBER:	226681-GOODREADS
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CH \$90.00 3870157

NAME OF SUBMITTER:	Anessa Kramer
Signature:	/anessa kramer/
Date:	08/01/2013
<b>Total Attachments: 5</b> source=2013-04-25 Goodreads, Inc. to LLC - DE re Certifiare of Conversion#page1.tif source=2013-04-25 Goodreads, Inc. to LLC - DE re Certifiare of Conversion#page2.tif source=2013-04-25 Goodreads, Inc. to LLC - DE re Certifiare of Conversion#page3.tif source=2013-04-25 Goodreads, Inc. to LLC - DE re Certifiare of Conversion#page4.tif source=2013-04-25 Goodreads, Inc. to LLC - DE re Certifiare of Conversion#page5.tif	

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, 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 DELAWARE CORPORATION UNDER THE NAME OF "GOODREADS INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GOODREADS INC." TO "GOODREADS LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2013, AT 2:47 O'CLOCK P.M.



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0385854

DATE: 04-25-13

TRADEMARK  
REEL: 005082 FRAME: 0933

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 266 OF THE DELAWARE GENERAL  
CORPORATION LAW AND SECTION 18-214 OF  
THE DELAWARE LIMITED LIABILITY ACT

1. The jurisdiction where Goodreads Inc., a Delaware corporation (the "Corporation"), first incorporated is the State of Delaware.
2. The jurisdiction immediately prior to filing this Certificate of Conversion is the State of Delaware.
3. The date the Corporation was first incorporated is October 18, 2007 under the name of "Goodreads Inc."
4. The name of the Corporation immediately prior to filing this Certificate of Conversion is Goodreads Inc., a Delaware corporation.
5. The name of the limited liability company as set forth in the Certificate of Formation is Goodreads LLC, a Delaware limited liability company (the "*Limited Liability Company*").
6. All shares of stock of the Corporation outstanding as of the date of this Certificate of Conversion will be converted into limited liability company interests in the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Corporation has executed this Certificate of Conversion on this 25<sup>th</sup> day of April, 2013.

GOODREADS, INC.

*Michael Deal*

By: \_\_\_\_\_  
SECRETARY

Name: Michael D. Deal

Title: President & Secretary

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 266 OF THE DELAWARE GENERAL  
CORPORATION LAW AND SECTION 18-214 OF  
THE DELAWARE LIMITED LIABILITY ACT**

1. The jurisdiction where Goodreads Inc., a Delaware corporation (the "*Corporation*"), first incorporated is the State of Delaware.
2. The jurisdiction immediately prior to filing this Certificate of Conversion is the State of Delaware.
3. The date the Corporation was first incorporated is October 18, 2007 under the name of "Goodreads Inc."
4. The name of the Corporation immediately prior to filing this Certificate of Conversion is Goodreads Inc., a Delaware corporation.
5. The name of the limited liability company as set forth in the Certificate of Formation is Goodreads LLC, a Delaware limited liability company (the "*Limited Liability Company*").
6. All shares of stock of the Corporation outstanding as of the date of this Certificate of Conversion will be converted into limited liability company interests in the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Corporation has executed this Certificate of Conversion on this 25<sup>th</sup> day of April, 2013.

GOODREADS INC.

Digitally signed by:  
Michael Deal  
By: 39EED64500764AC  
Name: Michael D. Deal  
Title: President + Secretary