

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
EWC P&T, INC.		12/14/2012	CORPORATION: FLORIDA
<b>RECEIVING PARTY DATA</b>			
Name:	EWC P&T, LLC		
Street Address:	The Village at Gulfstream Park		
Internal Address:	600 Silks Run, Suite 2270		
City:	Hallandale Beach		
State/Country:	FLORIDA		
Postal Code:	33009		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Serial Number:	85606589	WAXING FOR ALL	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	3058580008		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	3058588000		
Email:	msantana@malloylaw.com		
Correspondent Name:	Oliver A. Ruiz, Esq.		
Address Line 1:	2800 S.W. 3rd Avenue		
Address Line 4:	Miami, FLORIDA 33129		
ATTORNEY DOCKET NUMBER:	2.045.12		
NAME OF SUBMITTER:	Oliver A. Ruiz		
Signature:	/Oliver A. Ruiz/		

OP \$40.00 85606589

Date:

08/28/2013

**Total Attachments: 7**

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**CERTIFICATE OF CONVERSION**  
**FOR**  
**"OTHER BUSINESS ENTITY"**  
**INTO**  
**FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

**EWC P&T, Inc.,**  
**a Florida corporation**  
**Doc. # P08000098843**

2. The "Other Business Entity" is a Florida corporation first organized, formed or incorporated under the laws of Florida on November 4, 2008.

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: N/A.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:

**EWC P&T, LLC,**  
**a Florida limited liability company**

5. This Certificate of Conversion shall be effective upon filing with the Florida Department of State.

Signed this 14<sup>th</sup> day of December, 2012.

Signature of Authorized Person:

By: 

**David Coba,**  
**As President of EWC P&T, Inc.**  
**As an Authorized Representative of EWC P&T, LLC**

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**ARTICLES OF ORGANIZATION**  
**FOR**  
**EWC P&T, LLC**

*(A Florida Limited Liability Company)*

*The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:*

**ARTICLE 1**

**NAME**

The name of the Limited Liability Company is EWC P&T, LLC (the "Company").

**ARTICLE 2**

**DURATION**

The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**ARTICLE 3**

**NATURE OF BUSINESS**

The Company is organized for the purpose of transacting any and all lawful business.

**ARTICLE 4**

**ADDRESS**

The initial principal office address and the initial mailing address of the Company is The Village at Gulfstream Park 600 Silks Run, Suite 2270, Hallandale Beach, Florida 33009.

**ARTICLE 5**

**INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company is 2 South Biscayne Boulevard, Miami, Florida 33131, and the name of the initial registered agent of the Company at that address is GY Corporate Services, Inc.

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TALLAHASSEE, FLORIDA

## ARTICLE 6

### MEMBERSHIP CERTIFICATES

Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. No Member of the Company may transfer, sell or assign its membership interest in the Company to any other person except as provided for in the Company's Operating Agreement.

## ARTICLE 7

### INDEMNIFICATION

The Company shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was manager, member, managing member or officer of the Company, or is or was serving at the request of the Company as a manager, member, director, officer, trustee, employee or agent of or in any other capacity with another company, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding.

Expenses (including attorney's fees) incurred by any member, manager, managing member or officer in defending any civil, criminal, administrative or investigative proceeding shall be paid by the Company in advance of the final disposition of such proceeding upon receipt of an undertaking (secured or unsecured as may be determined by the Company) by or on behalf of such member, manager or officer to repay such amount if it shall ultimately be determined that such member, manager or officer is not entitled to be indemnified by the Company as authorized in this Article. Such expenses (including attorneys' fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Company deems appropriate.

Notwithstanding the foregoing, indemnification or advancement of expenses shall not be made to or on behalf of any member, manager, managing member, officer, employee, or agent if a judgment or other final adjudication establishes that the actions, or omissions to act, of such member, manager, managing member, officer, employee, or agent were material to the cause of action so adjudicated and constitute any of the following:

- (a) A violation of criminal law, unless the member, manager, managing member, officer, employee, or agent had no reasonable cause to believe such conduct was unlawful.
- (b) A transaction from which the member, manager, managing member, officer, employee, or agent derived an improper personal benefit.
- (c) In the case of a manager or managing member, a circumstance under which the liability provisions of section 608.426 of the Florida Statutes are applicable.

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(d) Willful misconduct or a conscious disregard for the best interests of the Company in a proceeding by or in the right of the Company to procure a judgment in its favor or in a proceeding by or in the right of a member.

The indemnification provided by this Article shall continue as to an indemnified person who has ceased to be a member, manager, managing member, officer, employee, or agent and shall inure to the benefit of the estate, heirs, personal representatives, beneficiaries, executors and administrators of such person. All rights to indemnification and advances under this Article shall be deemed to be a contract between the Company and each indemnified person at any time while this Article is in effect. Any repeal or modification of this Article or any repeal or modification of relevant provisions of the Florida Limited Liability Company Act or any other applicable laws shall not in any way diminish the rights to indemnification of such indemnified person or the obligations of the Company arising hereunder for claims relating to matters occurring prior to the repeal or modification.

**ARTICLE 8**

**MANAGEMENT**

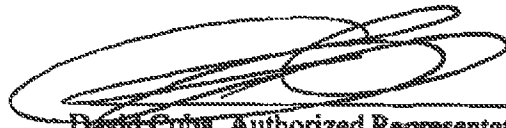
The Company shall be managed in accordance with the Company's Operating Agreement.

**ARTICLE 9**

**AMENDMENT**

The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF the undersigned has executed these Articles as of the 14<sup>th</sup> day of December, 2012.



David Cobb, Authorized Representative

*(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)*

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TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, GY Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. GY Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and GY Corporate Services, Inc. is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

**GY CORPORATE SERVICES, INC.**

/s/ David G. Bates

By: \_\_\_\_\_  
David G. Bates, Vice President

Dated: December 14, 2012.

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JANEL HASSSEL, FLORIDA

L12000158182

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

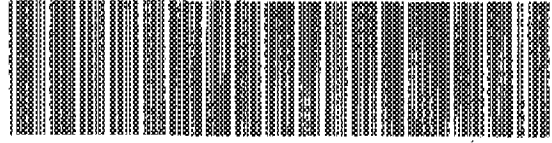
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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NOT INTERSEED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

B. BOSTICK

DEC 19 2012

EXAMINER

TRADEMARK

REEL: 005099 FRAME: 0169



FLORIDA RESEARCH & FILING SERVICES, INC.  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL 32301  
PHONE (850)364-8000

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WALK-IN

ENTITY NAME:

EWC P&T, LLC

CK# 5928 FOR \$ 150.00

PLEASE FILE THE ATTACHED CONVERSION & RETURN THE FOLLOWING:

- CERTIFIED COPY
- STAMPED COPY
- CERTIFICATE OF STATUS

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Examiner's Initials