

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Dream Products, Inc.		04/01/2013	CORPORATION: UTAH
RECEIVING PARTY DATA			
Name:	Fanatics Mounted Memories, Inc.		
Street Address:	5245 Commonwealth Avenue		
City:	Jacksonville		
State/Country:	FLORIDA		
Postal Code:	32254		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3477236	MOUNTED MEMORIES	
CORRESPONDENCE DATA			
Fax Number:	2027393001		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	202-739-3000		
Email:	jennifer.evans@morganlewis.com		
Correspondent Name:	Morgan, Lewis & Bockius LLP		
Address Line 1:	1111 Pennsylvania Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	011558-0023		
NAME OF SUBMITTER:	Jennifer C. Evans		
Signature:	/jce/		
Date:	10/14/2013		

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Total Attachments: 5

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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A UTAH CORPORATION UNDER THE NAME OF "DREAM PRODUCTS, INC." TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "DREAM PRODUCTS, INC." TO "FANATICS MOUNTED MEMORIES, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2013, AT 3:41 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5312086 8100V

130382417



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0327322

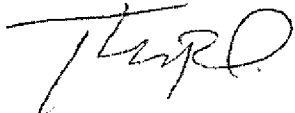
DATE: 04-02-13

TRADEMARK
REEL: 005130 FRAME: 0134

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Utah.
- 2.) The jurisdiction immediately prior to filing this Certificate is Utah.
- 3.) The date the Non-Delaware Corporation first formed is August 17, 1998.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Dreams Products, Inc.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Fanatics Mounted Memories, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 15th day of April, A.D. 2013.

By: 

Name: Thomas Baumlin

Print or Type

Title: Chief Financial Officer

Print or Type

Delaware

PAGE 2

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 CERTIFICATE OF INCORPORATION OF "FANATICS MOUNTED MEMORIES, INC." FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2013, AT 3:41 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5312086 8100V

130382417



You may verify this certificate online
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0327322

DATE: 04-02-13

TRADEMARK
REEL: 005130 FRAME: 0136

CERTIFICATE OF INCORPORATION

OF

FANATICS MOUNTED MEMORIES, INC.

FIRST: The name of the corporation (hereinafter called the "Corporation") is Fanatics Mounted Memories, Inc.

SECOND: The registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle 19808; and the name of the Corporation's registered agent at such address is Corporation Service Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of Common Stock, par value \$0.01 per share.

FIFTH: The name and mailing address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Caren Yeamans	5245 Commonwealth Avenue Jacksonville, FL 32254

SIXTH: In furtherance and not in limitation of the powers conferred upon it by law, the Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the Bylaws of the Corporation.

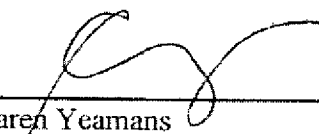
SEVENTH: No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty by such director as a director; provided, however, that this ARTICLE SEVENTH shall not eliminate or limit the liability of a director to the extent provided by applicable law (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of Delaware and amendments thereto or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this ARTICLE SEVENTH shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

EIGHTH: The Corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by the General Corporation Law of Delaware.

NINTH: Unless and except to the extent that the Bylaws of the Corporation shall so require, the election of directors of the Corporation need not be by written ballot.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation on April 1, 2013.

FANATICS MOUNTED MEMORIES, INC.

By: 

Caren Yeamans
Sole Incorporator