

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Articles of Conversion

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SBEEG Holdings Licensing, LLC		12/24/2012	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA	
Name:	SBEEG Holdings Licensing, LLC
Street Address:	2780 Las Vegas Blvd South
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89109
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 14		
Property Type	Number	Word Mark
Serial Number:	85568210	THE CODE BY SBE
Serial Number:	85568217	THE CODE
Serial Number:	85386863	SBE LIVE
Serial Number:	77485555	YES
Registration Number:	3244476	SBE RESTAURANT GROUP
Registration Number:	3247027	SBE HOTEL GROUP
Registration Number:	3436060	SBE ENTERTAINMENT GROUP
Registration Number:	3689942	SBE RESTAURANT AND NIGHTLIFE GROUP
Registration Number:	3523553	SBE ENTERTAINMENT GROUP
Registration Number:	3453638	SBE
Registration Number:	3496917	THE SBE COLLECTION
Registration Number:	3517856	THE SBE COLLECTION
Registration Number:	3835507	VALET TO VALET
Registration Number:	3367844	SBE

TRADEMARK

CH \$365.00 85568210

CORRESPONDENCE DATA

Fax Number: 3122691747

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 312.269.8000

Email: temanuelson@ngelaw.com

Correspondent Name: Lee J. Eulgen

Address Line 1: 2 North LaSalle Street, Suite 1700

Address Line 2: Neal, Gerber & Eisenberg, LLP

Address Line 4: Chicago, ILLINOIS 60602

ATTORNEY DOCKET NUMBER:	23244-0703SBEEGCONVERSION
NAME OF SUBMITTER:	Lee J. Eulgen
Signature:	/Lee J. Eulgen/
Date:	12/19/2013

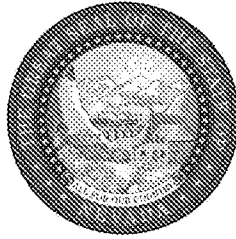
Total Attachments: 3

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STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

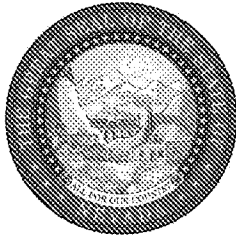
Certified Copy

December 11, 2013

Job Number: C20131211-0081
Reference Number: 00004118874-93
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20120861513-19	Convert In	2 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Christine Rakow
Certificate Number: C20131211-0081
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

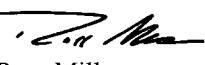
TRADEMARK
REEL: 005178 FRAME: 0478



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov



140301

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20120861513-19
	Filing Date and Time 12/24/2012 8:00 AM
	Entity Number E0655812012-6

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Articles of Conversion
 (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

SBEEG Holdings Licensing, LLC
 Name of constituent entity

CA
 Jurisdiction

Limited Liability Company
 Entity type *

and,

SBEEG Holdings Licensing, LLC
 Name of resulting entity

NV
 Jurisdiction

Limited Liability Company
 Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1
 Revised: 8-31-11

TRADEMARK
REEL: 005178 FRAME: 0479



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
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Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: CSC Services of Nevada, Inc
 c/o: 2215-B Renaissance Drive
 Las Vegas, NV 89119

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: _____ Time: _____

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

 Name of constituent entity

Name of constituent entity

X _____
 Signature Title Date 12/17/12

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
 Revised: 9-31-11