

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Charming Charlie Inc.		12/24/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Charming Charlie LLC
Street Address:	5999 Savoy Drive
City:	Houston
State/Country:	TEXAS
Postal Code:	77036
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	85162082	CC
Serial Number:	85829830	CC
Serial Number:	85829827	CC
Serial Number:	85976436	CC
Serial Number:	85169990	CHARLIE GIRL
Serial Number:	85200306	CHARLIE GIRL
Serial Number:	85162076	CHARMING CHARLIE
Serial Number:	85746448	CHARMING CHARLIE
Serial Number:	85285179	CHARMING CHARLIE RSVP
Serial Number:	85275065	CHARMING CHARLIE RSVP
Serial Number:	85862675	COLOR ME FABULOUS
Serial Number:	85722638	FABULIST
Serial Number:	85740834	FIND YOUR FABULOUS

CORRESPONDENCE DATA

900276865

TRADEMARK  
 REEL: 005190 FRAME: 0582

OP \$340.00 85162082

Fax Number: 7135135134

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

Phone: 713-203-2146

Email: jrobinson@robinsonlawpllc.com

Correspondent Name: James R. Robinson

Address Line 1: 1715 Ashland Street

Address Line 4: Houston, TEXAS 77008

NAME OF SUBMITTER:	James R. Robinson
Signature:	/James R. Robinson/
Date:	01/10/2014

**Total Attachments: 6**

source=Charming Charlie Certificate of Conversion and Formation - DE Sec. of State#page1.tif  
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source=Charming Charlie Certificate of Conversion and Formation - DE Sec. of State#page6.tif

# Delaware

PAGE 1

*The First State*

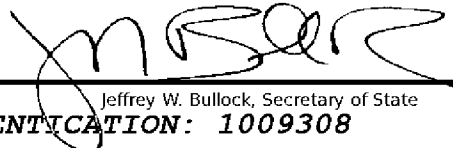
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CHARMING CHARLIE INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CHARMING CHARLIE INC." TO "CHARMING CHARLIE LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 9:50 O'CLOCK A.M.

4512816 8100V

131471094



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: 1009308

DATE: 12-24-13

TRADEMARK  
REEL: 005190 FRAME: 0584

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

This Certificate of Conversion of Charming Charlie Inc., a Delaware corporation (the "Corporation") dated as of December 24, 2013, is being duly executed and filed by the undersigned to convert the Corporation to a Delaware limited liability company.

1. The name of the Corporation immediately prior to filing this Certificate of Conversion was:

**CHARMING CHARLIE INC.**

2. The jurisdiction of the Corporation immediately prior to filing this Certificate of Conversion was:

**DELAWARE**

3. The jurisdiction where the Corporation was first created is:

**DELAWARE**

4. The date the Corporation was incorporated in Delaware is:

**March 3, 2008**

5. The name of the limited liability company as set forth in its Certificate of Formation is:


**CHARMING CHARLIE LLC**

6. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law and Section 18-214 of the Delaware Limited Liability Company Act.

7. This Certificate of Conversion shall be effective as of its filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, this Certificate of Conversion has been executed by the Corporation on the date and year first above written.

**CHARMING CHARLIE INC.**

By:   
Name: Thomas J. Fitzgerald  
Title: Chief Financial Officer

*[Signature Page to Certificate of Conversion]*

**TRADEMARK**  
**REEL: 005190 FRAME: 0586**

# 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 FORMATION OF "CHARMING CHARLIE LLC" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 9:50 O'CLOCK A.M.



4512816 8100V

131471094

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: 1009308

DATE: 12-24-13

TRADEMARK  
REEL: 005190 FRAME: 0587

**CERTIFICATE OF FORMATION  
OF  
CHARMING CHARLIE LLC**

This Certificate of Formation of Charming Charlie LLC (the "Company") dated as of December 24, 2013, is being duly executed and filed by the undersigned, as an authorized person, in connection with the conversion of Charming Charlie Inc., a Delaware corporation, pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

FIRST: The name of the Company is Charming Charlie LLC

SECOND: The address of the registered office of the Company in the State of Delaware is:


c/o Corporation Service Company  
2711 Centerville Road, Suite 400  
New Castle County  
Wilmington, Delaware 19808

THIRD: The name and address of the registered agent for service of process on the Company in the State of Delaware are:

Corporation Service Company  
2711 Centerville Road, Suite 400  
New Castle County  
Wilmington, Delaware 19808

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.

**CHARMING CHARLIE LLC**

By:   
Name: Thomas J. Fitzgerald  
Title: Chief Financial Officer

*[Signature Page to Certificate of Formation of Charming Charlie LLC]*