

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Conversion

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Red Mango, Inc.		12/23/2013	CORPORATION: TEXAS

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Red Mango, LLC
<b>Street Address:</b>	2811 McKinney Ave., Suite 18
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75204
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: TEXAS

<b>PROPERTY NUMBERS Total: 32</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Serial Number:	86028647	CAFÉ RED MANGO YOGURT · SMOOTHIES SALADS
Serial Number:	86028677	O RED MANGO CAFÉ
Serial Number:	86021179	CAFÉ RED MANGO
Serial Number:	86021105	RED MANGO CAFÉ
Serial Number:	85616740	FRO-YO MASHUPS
Serial Number:	85682625	RED VELVET NO. 9
Serial Number:	85964177	GREEK JUST GOT REAL
Registration Number:	4373530	RED MANGO
Registration Number:	4357335	DREAM SHAKES
Registration Number:	4036232	HOT CHOCOLATE CHILLERS
Registration Number:	4302086	RED MANGO
Registration Number:	4305898	MEALWORTHY SMOOTHIES
Registration Number:	4309572	FANADDICT
Registration Number:	3506567	RED MANGO

OP \$815.00 86028647

Registration Number:	4023467	RETHINK SMOOTHIES
Registration Number:	4179826	RETHINK LUNCH
Registration Number:	4006932	RETHINK YOGURT
Registration Number:	4029360	RED MANGO
Registration Number:	4029359	RED MANGO
Registration Number:	4084374	ALL NATURAL FROZEN YOGURT
Registration Number:	4029211	
Registration Number:	3971075	RED IS REAL
Registration Number:	4019872	TANGOMONIUM
Registration Number:	4135782	TASTE THE TRUTH
Registration Number:	3656910	AUTHENTIC YOGURT, FROZEN TO PERFECTION
Registration Number:	3661896	CLUB MANGO
Serial Number:	77066411	O
Registration Number:	3673682	WE'RE BRINGING HEALTHY BACK
Registration Number:	3493577	TREAT YOURSELF WELL
Registration Number:	3524948	YOGURT, FROZEN TO PERFECTION
Registration Number:	3745000	RED MANGO
Registration Number:	3583814	O

**CORRESPONDENCE DATA**

Fax Number:

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

Phone: 214-720-0064

Email: dwitterlaw@aol.com

Correspondent Name: Debra L. Witter

Address Line 1: 1700 Pacific Avenue, Suite 3700

Address Line 4: Dallas, TEXAS 75201

NAME OF SUBMITTER:	Debra L. Witter
Signature:	/Debra L. Witter/
Date:	02/03/2014

Total Attachments: 9

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**TRADEMARK**  
**REEL: 005207 FRAME: 0117**

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## Office of the Secretary of State

December 30, 2013

Capitol Services Inc  
P O Box 1831  
Austin, TX 78767 USA

RE: Red Mango, LLC  
File Number: 801905540

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It has been our pleasure to approve and place on record the filing instrument effecting a conversion. The appropriate evidence is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Business & Public Filings Division  
(512) 463-5555

Enclosure



## Office of the Secretary of State

### CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Red Mango, Inc.  
File Number: 801365959

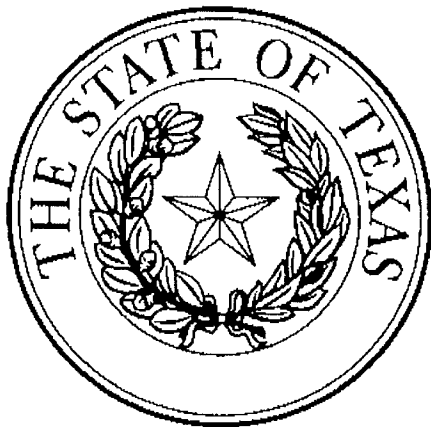
Converting it to

Red Mango, LLC  
File Number: 801905540

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 12/23/2013

Effective: 12/23/2013



A handwritten signature in black ink, appearing to read "John Steen".

John Steen  
Secretary of State



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Red Mango, LLC  
File Number: 801905540

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 12/23/2013

Effective: 12/23/2013



A handwritten signature in black ink, appearing to read "John Steen".

John Steen  
Secretary of State

Form 632  
(Revised 05/11)

Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709

Filing Fee: See instructions



This space reserved for office use.

**Certificate of Conversion  
of a  
Corporation Converting  
to a  
Limited Liability Company**

**FILED**  
In the Office of the  
Secretary of State of Texas  
**DEC 23 2013**  
**Corporations Section**

**Converting Entity Information**

The name of the converting corporation is:  
Red Mango, Inc.

The jurisdiction of formation of the corporation is: Texas

The date of formation of the corporation is: January 5, 2011

The file number, if any, issued to the corporation by the secretary of state, is: 801365959

**Plan of Conversion—Alternative Statements**

The corporation named above is converting to a limited liability company. The name of the limited liability company is:  
Red Mango, LLC

The limited liability company will be formed under the laws of: Texas

The plan of conversion is attached.

*If the plan of conversion is not attached, the following statements must be completed.*

Instead of attaching the plan of conversion, the corporation certifies to the following statements:

A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is:

2811 McKinney Avenue, Suite 18                      Dallas                      TX    USA    75204  
*Street or Mailing Address*                                      *City*                                      *State*    *Country*    *Zip Code*

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is:

2811 McKinney Avenue, Suit 18                      Dallas                      TX    USA    75204  
*Street or Mailing Address*                                      *City*                                      *State*    *Country*    *Zip Code*

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

**Certificate of Formation for the Converted Entity**

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

**Approval of the Plan of Conversion**

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

**Effectiveness of Filing** (Select either A, B, or C.)

A.  This document becomes effective when the document is accepted and filed by the secretary of state.

B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_

C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

**Tax Certificate**

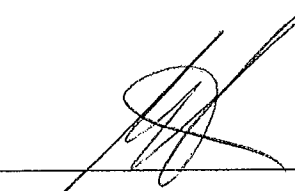
Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.

In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: December 23, 2013

  
\_\_\_\_\_  
Greg Kaloustian, President

Signature and title of authorized person on behalf of the converting entity



Form 205  
(Revised 05/11)

Submit in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709  
Filing Fee: \$300



**Certificate of Formation  
Limited Liability Company**

This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas  
**DEC 23 2013**  
**Corporations Section**

**Article 1 – Entity Name and Type**

The filing entity being formed is a limited liability company. The name of the entity is:

Red Mango, LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases.

**Article 2 – Registered Agent and Registered Office**

(See instructions. Select and complete either A or B and complete C.)

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

Capitol Corporate Services, Inc.

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

*First Name* *M.I.* *Last Name* *Suffix*

C. The business address of the registered agent and the registered office address is:

800 Brazos Suite 400 Austin TX 78701  
*Street Address* *City* *State* *Zip Code*

**Article 3—Governing Authority**

(Select and complete either A or B and provide the name and address of each governing person.)

A. The limited liability company will have managers. The name and address of each initial manager are set forth below.

B. The limited liability company will not have managers. The company will be governed by its members, and the name and address of each initial member are set forth below.

**GOVERNING PERSON 1**

NAME (Enter the name of either an individual or an organization, but not both.)

IF INDIVIDUAL

John Antio  
*First Name* *M.I.* *Last Name* *Suffix*

OR

IF ORGANIZATION

Organization Name

ADDRESS

2811 McKinney Avenue, Suite 18 Dallas TX USA 75204  
*Street or Mailing Address* *City* *State* *Country* *Zip Code*

GOVERNING PERSON 2					
NAME (Enter the name of either an individual or an organization, but not both.)					
IF INDIVIDUAL					
William		Murphy			
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>		
OR					
IF ORGANIZATION					
<i>Organization Name</i>					
ADDRESS					
2811 McKinney Avenue, Suite 18		Dallas		TX	USA 75204
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

GOVERNING PERSON 3					
NAME (Enter the name of either an individual or an organization, but not both.)					
IF INDIVIDUAL					
Larry		Zine			
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>		
OR					
IF ORGANIZATION					
<i>Organization Name</i>					
ADDRESS					
2811 McKinney Avenue, Suite 18		Dallas		TX	USA 75204
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

#### Article 4 – Purpose

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code.

#### Supplemental Provisions/Information

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

Please see attached addendum identifying additional governing persons.

Red Mango, LLC, a Texas limited liability company (the "Company") is being formed under the Plan of Conversion of Red Mango, Inc., a Texas corporation ("Red Mango"). Red Mango, a Texas corporation whose principle business address is 2811 McKinney Avenue, Suite 18, Dallas, Texas 75204, was formed as a Texas corporation on January 5, 2011.

**Organizer**

The name and address of the organizer:

Christopher Babcock

*Name*

2100 McKinney Avenue, Suite 1100

*Street or Mailing Address*

Dallas

*City*

TX 75201

*State Zip Code*

**Effectiveness of Filing** (Select either A, B, or C.)

- A.  This document becomes effective when the document is filed by the secretary of state.
- B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_
- C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

**Execution**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: December 23, 2013

  
\_\_\_\_\_  
Signature of organizer

Christopher Babcock  
\_\_\_\_\_  
Printed or typed name of organizer

**Addendum to Certificate of Formation of Red Mango, LLC**

GOVERNING PERSON 4				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
Joe		Vitrano		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>		<i>Suffix</i>
OR				
IF ORGANIZATION				
<i>Organization Name</i>				
ADDRESS				
2811 McKinney Avenue, Suite 18	Dallas	TX	USA	75204
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

GOVERNING PERSON 5				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
Charles		Rawley		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>		<i>Suffix</i>
OR				
IF ORGANIZATION				
<i>Organization Name</i>				
ADDRESS				
2811 McKinney Avenue, Suite 18	Dallas	TX	USA	75204
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>

GOVERNING PERSON 6				
NAME (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
William		Monaco		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>		<i>Suffix</i>
OR				
IF ORGANIZATION				
<i>Organization Name</i>				
ADDRESS				
2811 McKinney Avenue, Suite 18	Dallas	TX	USA	75204
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Country</i>	<i>Zip Code</i>