

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM309599

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Conversion and change of name		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Grey Global Group Inc.		11/07/2013	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Grey Global Group LLC		
<b>Street Address:</b>	200 Fifth Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3301850	G2	
<b>Serial Number:</b>	77937158	PURCHASE DECISION JOURNEY	
<b>Registration Number:</b>	3727095	G2	
<b>Registration Number:</b>	3629543	G2 PROMOTIONAL MARKETING	
<b>Registration Number:</b>	3593973	G2 INTERACTIVE	
<b>Registration Number:</b>	3629542	G2 DIRECT & DIGITAL	
<b>Registration Number:</b>	3707393	G2 BRANDING & DESIGN	
<b>Registration Number:</b>	2841944	EMOTIONAL TRIGGERS	
<b>Registration Number:</b>	3318031	G2	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2129746924		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2124684823		
<b>Email:</b>	jkatz@dglaw.com		
<b>Correspondent Name:</b>	Jeffrey C. Katz, Davis & Gilbert LLP		
<b>Address Line 1:</b>	1740 Broadway		
<b>Address Line 4:</b>	New York, NEW YORK 10019		
<b>ATTORNEY DOCKET NUMBER:</b>	27686-0008-000 (ASG CJH)		
<b>NAME OF SUBMITTER:</b>	Jeffrey C. Katz		

CH \$240.00 3301850

<b>SIGNATURE:</b>	/Jeffrey C. Katz/
<b>DATE SIGNED:</b>	07/02/2014
<b>Total Attachments: 5</b> source=GGG Inc (DE) to GGG LLC (DE)#page1.tif source=GGG Inc (DE) to GGG LLC (DE)#page2.tif source=GGG Inc (DE) to GGG LLC (DE)#page3.tif source=GGG Inc (DE) to GGG LLC (DE)#page4.tif source=GGG Inc (DE) to GGG LLC (DE)#page5.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 "GREY GLOBAL GROUP INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GREY GLOBAL GROUP INC." TO "GREY GLOBAL GROUP LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 2013, AT 1:57 O'CLOCK P.M.

3851347 8100V

131283837



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: 0880269

DATE: 11-08-13

TRADEMARK  
REEL: 005315 FRAME: 0604

**CERTIFICATE OF CONVERSION**

**CONVERTING**

**GREY GLOBAL GROUP INC.**  
(a Delaware Corporation)

**TO**

**GREY GLOBAL GROUP LLC**  
(a Delaware Limited Liability Company)

November 7, 2013

Grey Global Group Inc., the corporation that is converting to a Delaware limited liability company (the "Converting Corporation"), and Grey Global Group LLC, the continuing Delaware limited liability company (the "LLC"), hereby certify that:

1. Name of Converting Corporation. The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion was "Grey Global Group Inc."

2. Date and Jurisdiction of Organization of Converting Corporation. The date on which, and the jurisdiction where, the Converting Corporation was organized are as follows:

<u>Date</u>	<u>Jurisdiction</u>
September 8, 2004	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Corporation has been converted and the name set forth in the Certificate of Formation of the Company, filed in accordance with Section 18-214(b) of the Delaware Limited Liability Company Act, is "Grey Global Group LLC".


4. Approval of Conversion. The conversion of the Converting Corporation to the LLC has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware.

5. Effectiveness. This Certificate of Conversion shall become effective on November 7, 2013.

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

**GREY GLOBAL GROUP INC.**

By: \_\_\_\_\_

  
Name: Kevin Farewell

Title: Secretary

# Delaware

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*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 "GREY GLOBAL GROUP LLC" FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 2013, AT 1:57 O'CLOCK P.M.

3851347 8100V

131283837



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0880269

DATE: 11-08-13

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at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005315 FRAME: 0607

**CERTIFICATE OF FORMATION  
OF  
GREY GLOBAL GROUP LLC**

This Certificate of Formation is being executed as of November 7, 2013 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Act").

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is Grey Global Group LLC (the "Company").

2. Registered Office and Registered Agent. The address of the Company's registered office in the State of Delaware is 3411 Silverside Road, Rodney Building #104, in the City of Wilmington in the County of New Castle, DE 19810. The name of the registered agent at said address is Corporate Creations Network Inc.

3. Conversion. The Company has been converted to a Delaware limited liability company pursuant to Section 18-214 of the Act. The Company constitutes a continuation of the existence of the converted other entity in the form of a Delaware limited liability company.

4. Effectiveness. This Certificate of Formation shall become effective on November 7, 2013.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.



Name: Kevin Farewell  
Title: Secretary