

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM312819

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hornblower Group, LLC		12/23/2013	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Hornblower Group, Inc.		
Street Address:	Pier 3, The Embarcadero		
Internal Address:	Hornblower Landing		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94111		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86024572	HORNBLOWER NIAGARA CRUISES	
Registration Number:	4526297	WE CREATE AMAZING EXPERIENCES	
CORRESPONDENCE DATA			
Fax Number:	4154388304		
<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>			
Phone:	415-983-8297		
Email:	rjacobs@hornblower.com		
Correspondent Name:	Richard C Jacobs		
Address Line 1:	Pier 3, The Embarcadero		
Address Line 2:	Hornblower Landing		
Address Line 4:	San Francisco, CALIFORNIA 94111		
NAME OF SUBMITTER:	Terry A. MacRae		
SIGNATURE:	/Terry A. MacRae/		
DATE SIGNED:	08/04/2014		
Total Attachments: 2			
source=Hornblower Group LLC Conversion to Corp 12 23 2013#page1.tif			
source=Hornblower Group LLC Conversion to Corp 12 23 2013#page2.tif			

OP \$65.00 86024572

Articles of Incorporation
with Statement of Conversion

DEC 23 2013

I

The name of the corporation is Hornblower Group, Inc.

II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and California street address of the converted corporation's initial agent for service of process are:

<u>Terry A. MacRae</u>			
Agent's Name			
<u>Pier 3, The Embarcadero</u>	<u>San Francisco</u>	<u>CA</u>	<u>94111</u>
Agent's Street Address	City	State	Zip Code

IV

The initial street address and mailing address of the converted corporation are:

<u>Pier 3, The Embarcadero</u>	<u>San Francisco</u>	<u>CA</u>	<u>94111</u>
Initial Street Address of Corporation	City	State	Zip Code
<u>Pier 3, The Embarcadero</u>	<u>San Francisco</u>	<u>CA</u>	<u>94111</u>
Initial Mailing Address of Corporation	City	State	Zip Code

V

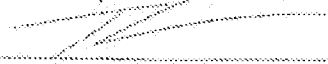
This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000.

VI

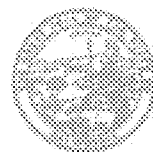
(Statement of Conversion)

The name of the converting California limited liability company is Hornblower Group, LLC.
The limited liability company's California Secretary of State file number is 201117110021.
The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under California Corporations Code section 17540.3. There is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

I declare I am the person who executed this instrument, which execution is my act and deed.

	_____	_____
Terry A. MacRae, Manager of <u>Hornblower</u>	_____	Manager of _____
<u>Group, LLC</u> and incorporator	_____	and incorporator

Article III: If an individual is designated as the initial agent for service of process, include the agent's business or residential street address in California (a P.O. Box address is not acceptable). If another corporation is designated as the initial agent for service of process, do not include the address of the designated corporation. Article IV: List the initial street address of the corporation (a P.O. Box address is not acceptable), and if different, include the initial mailing address of the corporation. This sample is only to be used as a guide in preparing Articles of Incorporation containing a statement of conversion. This sample meets the minimum statutory requirements; for other licensing, refer to the California Corporations Code commencing with sections 200, 1120 and 17540.1.



I hereby certify that the foregoing transcript of _____ signed _____ is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

DEC 30 2013

Date: _____

Debra Bowen

DEBRA BOWEN, Secretary of State