

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313042

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cloud Star Corporation		07/02/2014	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Cloud Star, LLC		
Street Address:	1973 Valle Vista Place		
City:	San Luis Obispo		
State/Country:	CALIFORNIA		
Postal Code:	93405		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	4323918	CLOUD STAR	
Registration Number:	2424552	CLOUD STAR	
Registration Number:	3019055	CLOUD STAR	
Registration Number:	2945624	CLOUD STAR	
CORRESPONDENCE DATA			
Fax Number:	3125585700		
<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:	312 558-6352		
Email:	lkonrath@winston.com		
Correspondent Name:	Laura Konrath		
Address Line 1:	35 W Wacker Drive		
Address Line 2:	Winston & Strawn LLP, Suite 4200		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	19432-35		
NAME OF SUBMITTER:	Laura Konrath		
SIGNATURE:	/Laura Konrath/		
DATE SIGNED:	08/05/2014		
Total Attachments: 2			
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CH \$115.00 4323918

D1245694

File # 201418810010



State of California
Secretary of State

2400771 out
Limited Liability Company
Articles of Organization - Conversion

FILED
Secretary of State
State of California

JUL 02 2014

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Cloud Star, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager

More Than One Manager

All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA
1973 Valle Vista Place

City State Zip Code
San Luis Obispo CA 93405

5. Initial Mailing Address of Limited Liability Company, if different from Item 4
P. O. Box 997

City State Zip Code
San Luis Obispo CA 93406

6. Name of Initial Agent For Service of Process (Item 6: List a California resident or a California registered corporate agent that agrees to be your initial agent for service of process in case the LLC is sued. You may list any adult who lives in California. You may not list an LLC as the agent. Item 7: If the agent is an individual, list the agent's business or residential street address in California. Do not list an address if the agent is a California registered corporate agent as the address for service of process is already on file. Item 8: If the converting entity is a CA limited partnership, enter the mailing address of the agent, if different from Item 7, or if the agent is a California registered corporate agent.)

Jennifer M. Melton-Johnson

7. If an individual, Street Address of Agent for Service of Process in CA
1973 Valle Vista Place

City State Zip Code
San Luis Obispo CA 93405

8. Mailing Address of Agent for Service of Process

City State Zip Code

Converting Entity Information

9. Name of Converting Entity

Cloud Star Corporation

10. Form of Entity
corporation

11. Jurisdiction
California

12. CA Secretary of State File Number, if any
2400771

13. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote AND The percentage vote required of each class.
Common Stock, 1000 shares 51%

Additional Information

14. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

15. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person

Signature of Authorized Person

Jennifer M. Melton-Johnson, President
Type or Print Name and Title of Authorized Person

Brennan W. Melton-Johnson, Secretary
Type or Print Name and Title of Authorized Person

US and Canada Federal Trademark Applications and Registrations owned by Cloud Star Corporation (or CloudStar)

Country	Trademark	Owner	Brief Goods/Services	Ser./Reg. No.	Status
USA	CLOUD STAR	Cloud Star Corporation (California Corp.) P.O. Box 14437 San Luis Obispo, California 93406	(Int'l Class: 31) Cat food	SN:85-715328 RN:4,323,918	Registered April 23, 2013
USA	CLOUD STAR and Design Cloud Star ☼ ☼ ☼ ☼ ☼	Cloud Star Corporation (California Corp.) P.O. Box 14437 San Luis Obispo, California 93406	(Int'l Class: 31) Animal foodstuffs, [bird seed, cat food, cat treats,] dog biscuits, dog food, dog treats, [edible chews for animals,] food for animals, [pet beverages,] pet food, [edible cat treats,] * and * edible...	SN:75-669472 RN:2,424,552	Renewed January 30, 2011 Assigned from "Cloud Star, A Joint Venture" to "Cloud Star Corporation" on November 15, 2004
USA	CLOUD STAR	Cloud Star Corporation (California Corp.) P.O. Box 14437 San Luis Obispo, California 93406	(Int'l Class: 3) Animal and pet grooming products, namely, shampoos, conditioners [and soap bars]	SN:76-554592 RN:3,019,055	Registered 8 & 15 January 27, 2011
USA	CLOUD STAR	Cloud Star Corporation (California Corp.) P.O. Box 14437 San Luis Obispo, California 93406	(Int'l Class: 31) Animal and pet food, namely, dog biscuits, [cat biscuits,] edible dog treats, [edible cat treats,] dog food [and cat food]	SN:76-554219 RN:2,945,624	Registered 8 & 15 January 27, 2011
Canada	CLOUD STAR	Cloud Star Corporation P.O. Box 14437 San Luis Obispo, California 93406, US Federal	(Int'l Class Class: 03, 31) Wares: (1) Pet food and pet grooming products, namely: non-medicated shampoos, conditioners and deodorizers for pets.	RN: 842222 AN: 1548335	Canada Registered Last Status Received: Registered
USA	TRAIL HOUND	Cloud Star San Clemente, California 92674	(Int'l Class: 31) Animal foodstuffs, bird seed, cat food, cat treats, dog biscuits, dog food, dog treats, edible chews for animals, food for animals, pet beverages, pet dog, treats [edible] (cat), treats [edible] (dog)	SN:75-700146	Abandoned - Misassigned Serial Number June 24, 1999
USA	TRAIL HOUND (Stylized) TRAIL HOUND	Melton-Johnson, Brennan W., Dba Cloud Star (United States Citizen) P.O. Box 851 San Clemente, California 92674	(Int'l Class: 31) Pet food, namely snacks and edible treats for horses, cats, and dogs	SN:75-888058 RN:2,479,359	Cancelled - Sec. 8 May 23, 2008