# CH \$215.00 425806

# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM313137

| SUBMISSION TYPE:      | NEW ASSIGNMENT    |
|-----------------------|-------------------|
| NATURE OF CONVEYANCE: | ENTITY CONVERSION |
| SEQUENCE:             | 1                 |

# **CONVEYING PARTY DATA**

| Name                            | Formerly | Execution Date | Entity Type             |
|---------------------------------|----------|----------------|-------------------------|
| The Hampton-Brown Company, Inc. |          | 12/31/2010     | CORPORATION: CALIFORNIA |

### **RECEIVING PARTY DATA**

| Name:           | The Hampton-Brown Company, LLC        |  |
|-----------------|---------------------------------------|--|
| Street Address: | 1 Lower Ragsdale Drive                |  |
| City:           | Monterey                              |  |
| State/Country:  | CALIFORNIA                            |  |
| Postal Code:    | 93940                                 |  |
| Entity Type:    | LIMITED LIABILITY COMPANY: CALIFORNIA |  |

### **PROPERTY NUMBERS Total: 8**

| Property Type        | Number  | Word Mark          |
|----------------------|---------|--------------------|
| Registration Number: | 4258064 | IN THE U.S.A.      |
| Registration Number: | 3390443 | ONLINE COACH       |
| Registration Number: | 3186451 | ALFARRIMA          |
| Registration Number: | 3426928 | E TOOLS            |
| Registration Number: | 4172112 | REACH INTO PHONICS |
| Registration Number: | 3865919 | INSIDE THE U.S.A.  |
| Registration Number: | 3873842 | INSIDE THE U.S.A.  |
| Registration Number: | 2952341 | ALPHACHANT         |

# **CORRESPONDENCE DATA**

**Fax Number:** 2129969579

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.

Phone: 2129961287

**Email:** trademarks@montagulaw.com

Correspondent Name: Thomas Walsh

**Address Line 1:** 1120 Avenue of the Americas, 4th FI

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: CENGAGE

| NAME OF SUBMITTER:                           | Thomas Walsh  |  |  |
|--|---------------|--|--|
| SIGNATURE:                                   | /ThomasWalsh/ |  |  |
| DATE SIGNED:                                 | 08/06/2014    |  |  |
| Total Attachments: 3                         |               |  |  |
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| source=Conversion Doc (Inc to LLC)#page2.tif |               |  |  |
| source=Conversion Doc (Inc to LLC)#page3.tif |               |  |  |



# **State of California** Secretary of State

LLC-1A

# ENDORSED - FILED in the office of the Secretary of State of the State of California

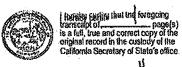
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# **Limited Liability Company** Articles of Organization - Conversion

IMPORTANT - Read all instructions before completing this form. Converted Entity Information NAME OF LIMITED LIABILITY COMPANY (End the name with 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.) The Hampton-Brown Company, LLC THE PURPOSE OF THE LIMITED LIABILTY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY VILLEY LIMITED LIABILITY COMPANY ACT. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one) ALL LIMITED LIABILITY COMPANY MEMBER(5) MORE THAN ONE MANAGER ONE MANAGER STATE ZIP CODE MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE CITY Washington 1145 Seventeenth Street, NW NAME OF AGENT FOR SERVICE OF PROCESS (Item 8; Enter the name of the agent for service of process. The agent may be an including residing in California or a corporation that has filed a certificate pursuant to California Corporations Code section 1608. Item 8: If the agent is an including, enter the agent's business or residential address in California. Item 7: If the converting entity is a California finited partnership, enter the mailing address of the including of corporate agent. Check the box and only the mailing address in the agent's mailing address is the same as the address in Item 6.) Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service STATE ZIP CODE 8. IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA CA STATE ZIP CODE 7. MAILING ADDRESS OF AGENT FOR SERVICE OF PROCESS crit 95833 ĊA Sacramento 2730 Gateway Oaks Drive, Suite 100 The Mailing address of the agent for service of process is the same as the agent's Business or residential address in Item 6. Converting Entity Information 8. NAME OF CONVERTING ENTITY The Hampton-Brown Company, Inc. 11. CA SECRETARY OF STATE FILE NUMBER, IF ANY 10. JURISDICTION 9. FORM OF ENTITY California Corporation 12. 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, PROVIDE THE FOLLOWING FOR EACH CLASS: STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS common - 100 shares Additional Information 13. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE 14. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE, I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED. December 22, 2010 DATE Allson Wagner, President TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON Angelo M. Grima, VP and Secretary TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON APPROVED BY SECRETARY OF STATE LLC-1A (REV 04/2010)



JAN 0 7 2011 🖔

Date:

DEBRA BOWEN, Secretary of State

# ATTACHMENT TO CA FORM LLC-1A

For

# The Hampton-Brown Company, Inc.

(the Converting Entity)

The Hampton-Brown Company, Inc. is converting from a California corporation into a California limited liability company. The effective time of this conversion shall be 11:55pm on December 31, 2010.

Olum Wayner
Signature of Authorized Person

Alison Wagner, President

Signature of Authorized Person

Angelo M. Grima, VP and Secretary

TRADEMARK REEL: 005338 FRAME: 0187

RECORDED: 08/06/2014