

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM329873

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Garden City Group, Inc.		12/29/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Garden City Group, LLC		
<b>Street Address:</b>	1985 Marcus Avenue		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Lake Success		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11042		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 14</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86151056	PROCLAIM	
<b>Serial Number:</b>	86151092	PROCLAIM	
<b>Serial Number:</b>	86150992	PROCLAIM	
<b>Serial Number:</b>	86331521	BEST IN CLASS	
<b>Registration Number:</b>	3930788	PEOPLE. POWER. PERFORMANCE.	
<b>Registration Number:</b>	3930786	GCG	
<b>Registration Number:</b>	3576244	GCG THE GARDEN CITY GROUP, INC.	
<b>Registration Number:</b>	3285934	GCG	
<b>Registration Number:</b>	3422909	THE GARDEN CITY GROUP, INC.	
<b>Registration Number:</b>	3574058	PARTNER WITH PERFORMANCE	
<b>Registration Number:</b>	3773215	GCG ICE	
<b>Registration Number:</b>	3773214	GCG ICE	
<b>Registration Number:</b>	3768967	GCG ICE	
<b>Registration Number:</b>	3460381	BEST IN CLASS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2165790212		
<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>			

CH \$365.00 86151056

**Phone:** 216.586.7129  
**Email:** clkiedrowski@jonesday.com, nytfe@jonesday.com  
**Correspondent Name:** Carrie L. Kiedrowski, Jones Day  
**Address Line 1:** 901 Lakeside Ave.  
**Address Line 4:** Cleveland, OHIO 44114

<b>ATTORNEY DOCKET NUMBER:</b>	453666-600002
<b>NAME OF SUBMITTER:</b>	Carrie L. Kiedrowski
<b>SIGNATURE:</b>	/Carrie L. Kiedrowski/
<b>DATE SIGNED:</b>	01/23/2015

**Total Attachments: 3**

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# 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 "THE GARDEN CITY GROUP, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "THE GARDEN CITY GROUP, INC." TO "THE GARDEN CITY GROUP, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2014, AT 1:34 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

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141592880

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: 1994042

DATE: 12-29-14

TRADEMARK  
REEL: 005446 FRAME: 0003

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

December 29, 2014

The following certificate of conversion (this "Certificate") is being submitted in accordance with 18-214 of the Delaware Limited Liability Company Act and is being filed simultaneously with a certificate of formation in accordance therewith.

FIRST: The name of the corporation immediately prior to filing this Certificate is The Garden City Group, Inc. (the "Corporation").

SECOND: The Corporation was incorporated in Delaware on October 12, 1994.

THIRD: The jurisdiction of the Corporation immediately prior to filing this Certificate is Delaware.


FOURTH: The name of the limited liability company into which the Corporation will convert is The Garden City Group, LLC (the "Company"), as set forth in the Certificate of Formation.

FIFTH: The conversion of the Corporation into the Company shall become effective as of 11:59 p.m., Wilmington, Delaware time, on December 31, 2014.

[SIGNATURE ON FOLLOWING PAGE.]

IN WITNESS WHEREOF, the undersigned has caused its duly authorized representative to execute this Certificate as of the date first written above.

THE GARDEN CITY GROUP, INC.

By:   
Name: Eric Powers  
Title: Vice President

*[Signature Page to Certificate of Conversion of The Garden City Group, Inc.]*