

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM334441

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PWC STRATEGY& INC.		02/26/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	PWC STRATEGY& LLC		
Street Address:	101 PARK AVENUE		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10178		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3057023	STRATEGY+BUSINESS	
Registration Number:	3842530	GLOBAL TALENT INNOVATION	
Registration Number:	3044528	ORG DNA PROFILER	
Registration Number:	3023025	ORG DNA PROFILER	
Registration Number:	4329431	FIT FOR GROWTH	
CORRESPONDENCE DATA			
Fax Number:	3125548015		
<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:	312-554-8000		
Email:	rsacoff@pattishall.com		
Correspondent Name:	Robert W. Sacoff		
Address Line 1:	200 South Wacker Drive, Suite 2900		
Address Line 4:	Chicago, ILLINOIS 60606		
NAME OF SUBMITTER:	Robert W SAcoff		
SIGNATURE:	/RWS/		
DATE SIGNED:	03/09/2015		
Total Attachments: 6			
source=PWC STRATEGY& INC.-DE-Conversion#page1.tif			

CH \$140.00 3057023

source=PWC STRATEGY& INC.-DE-Conversion#page2.tif
source=PWC STRATEGY& INC.-DE-Conversion#page3.tif
source=PWC STRATEGY& INC.-DE-Conversion#page4.tif
source=PWC STRATEGY& INC.-DE-Conversion#page5.tif
source=PWC STRATEGY& INC.-DE-Conversion#page6.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 "PWC STRATEGY& INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PWC STRATEGY& INC." TO "PWC STRATEGY& LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2015, AT 1:15 O'CLOCK P.M.

4527065 8100V

150271263



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2153545

DATE: 02-26-15

TRADEMARK
REEL: 005473 FRAME: 0836

CERTIFICATE OF CONVERSION

CONVERTING

PWC STRATEGY& INC.
(A Delaware Corporation)

TO

PWC STRATEGY& LLC
(A Delaware Limited Liability Company)

February 26, 2015

This Certificate of Conversion (the "**Certificate**") is being filed for the purpose of converting PwC Strategy& Inc., a Delaware corporation (the "**Converting Corporation**"), to a Delaware limited liability company to be named "PwC Strategy& LLC" (the "**Company**"), effective as of February 26, 2015, pursuant to the provisions of Section 266 of the General Corporation Law of the State of Delaware (the "**DGCL**") and Section 18-214 of the Delaware Limited Liability Company Act (the "**Act**").

The undersigned hereby certifies as follows:

FIRST: The name of the Converting Corporation immediately prior to the filing of this Certificate was "PwC Strategy& Inc."

SECOND: The Converting Corporation was originally incorporated as a Delaware corporation by filing a certificate of incorporation with the Secretary of State of the State of Delaware on May 13, 2008.

THIRD: The name of the Delaware limited liability company to which the Converting Corporation is being converted and the name as set forth in its Certificate of Formation filed in accordance with Section 18-214(b) of the Act is "PwC Strategy& LLC".

FOURTH: The conversion of the Converting Corporation to the Company has been approved in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the Act.

FIFTH: The conversion shall be effective as of February 26, 2015.

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

PWC STRATEGY& INC.

By: *Douglas Swenson*
Name: Douglas G. Swenson
Title: Chief Financial Officer and
Vice President

[Signature Page to Certificate of Conversion of PwC Strategy& Inc.]

TRADEMARK
REEL: 005473 FRAME: 0838

Delaware

PAGE 2

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 "PWC STRATEGY& LLC" FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2015, AT 1:15 O'CLOCK P.M.

4527065 8100V

150271263




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2153545

DATE: 02-26-15

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005473 FRAME: 0839

CERTIFICATE OF FORMATION

OF

PWC STRATEGY& LLC

February 26, 2015

This Certificate of Formation is being filed pursuant to Section 18-214 of the Delaware Limited Liability Company Act in connection with the conversion of PwC Strategy& Inc., a Delaware corporation, to a Delaware limited liability company.

The undersigned does hereby certify as follows:

FIRST: The name of the limited liability company is PwC Strategy& LLC (the "**Company**").

SECOND: The address of the registered office of the Company in the State of Delaware is: The Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801.

THIRD: The name and address of the registered agent for service of process on the Company in the State of Delaware is: The Corporation Trust Company, The Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801.


FOURTH: The Certificate of Formation shall be effective as of February 26, 2015.

* * *

[Signature page follows]

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

PWC STRATEGY & INTERMEDIATE
HOLDINGS LLC,
as sole member

By: 
Name: Dana McIlwain
Title: Vice President and Secretary

[Signature Page to Certificate of Formation of PwC Strategy & LLC]