

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

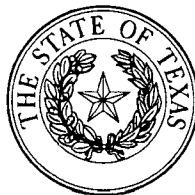
ETAS ID: TM336335

|                                   |                                  |                          |                    |
|-----------------------------------|----------------------------------|--------------------------|--------------------|
| <b>SUBMISSION TYPE:</b>           | NEW ASSIGNMENT                   |                          |                    |
| <b>NATURE OF CONVEYANCE:</b>      | CHANGE OF NAME                   |                          |                    |
| <b>CONVEYING PARTY DATA</b>       |                                  |                          |                    |
| <b>Name</b>                       | <b>Formerly</b>                  | <b>Execution Date</b>    | <b>Entity Type</b> |
| Fiesta Mart, Inc.                 |                                  | 03/19/2015               | CORPORATION: TEXAS |
| <b>RECEIVING PARTY DATA</b>       |                                  |                          |                    |
| <b>Name:</b>                      | Fiesta Mart, L.L.C.              |                          |                    |
| <b>Street Address:</b>            | 5235 Katy Fwy                    |                          |                    |
| <b>City:</b>                      | Houston                          |                          |                    |
| <b>State/Country:</b>             | TEXAS                            |                          |                    |
| <b>Postal Code:</b>               | 77007                            |                          |                    |
| <b>Entity Type:</b>               | LIMITED LIABILITY COMPANY: TEXAS |                          |                    |
| <b>PROPERTY NUMBERS Total: 18</b> |                                  |                          |                    |
| <b>Property Type</b>              | <b>Number</b>                    | <b>Word Mark</b>         |                    |
| <b>Registration Number:</b>       | 3008777                          | FIESTA                   |                    |
| <b>Registration Number:</b>       | 1293396                          | FIESTA                   |                    |
| <b>Registration Number:</b>       | 1291516                          | FIESTA                   |                    |
| <b>Registration Number:</b>       | 1224622                          | FIESTA                   |                    |
| <b>Registration Number:</b>       | 1300985                          | FIESTA                   |                    |
| <b>Registration Number:</b>       | 3069280                          | LIFE'S A FIESTA          |                    |
| <b>Registration Number:</b>       | 3214805                          | CARNIVAL FOOD STORES     |                    |
| <b>Registration Number:</b>       | 3214804                          | CARNIVAL                 |                    |
| <b>Registration Number:</b>       | 3159985                          | UN CACHITO DE LO NUESTRO |                    |
| <b>Registration Number:</b>       | 2687969                          | FARM TENDER              |                    |
| <b>Registration Number:</b>       | 1212800                          |                          |                    |
| <b>Serial Number:</b>             | 86136771                         | FIESTA FRESH MARKET      |                    |
| <b>Serial Number:</b>             | 85959446                         | FIESTA MARKET PLACE      |                    |
| <b>Serial Number:</b>             | 78423435                         | LA VIDA ES FIESTA        |                    |
| <b>Serial Number:</b>             | 78459711                         | FIESTA                   |                    |
| <b>Serial Number:</b>             | 78459943                         | FIESTA                   |                    |
| <b>Serial Number:</b>             | 78639923                         | CARNAVAL                 |                    |
| <b>Serial Number:</b>             | 78639948                         | CARNAVAL FOOD STORES     |                    |

CH \$465.00 3008777

**CORRESPONDENCE DATA****Fax Number:** 7136155020*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:** 713-758-2051**Email:** pjesrani@velaw.com**Correspondent Name:** Purav Jesrani**Address Line 1:** 1001 Fannin Street**Address Line 2:** Suite 2500**Address Line 4:** Houston, TEXAS 77002**ATTORNEY DOCKET NUMBER:** GRO190-58000**NAME OF SUBMITTER:** Purav Jesrani**SIGNATURE:** /PKJ/**DATE SIGNED:** 03/26/2015**Total Attachments: 11**

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## Office of the Secretary of State

### CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

FIESTA MART, INC.  
File Number: 30810800

Converting it to

Fiesta Mart, L.L.C.  
File Number: 802179022

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 03/19/2015

Effective: 03/20/2015 08:00 am



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos Cascos  
Secretary of State

MAR 19 2015

THE STATE OF TEXAS  
CERTIFICATE OF CONVERSION OF A TEXAS CORPORATION  
TO A TEXAS LIMITED LIABILITY COMPANY  
Corporations Section

**Converting Entity Information**

The name of the converting entity is Fiesta Mart, Inc., a Texas corporation (the "*Converting Entity*").

The jurisdiction of formation of the Converting Entity is Texas.

The date of formation of the Converting Entity is June 12, 1972.

The file number issued to the Converting Entity by the Secretary of State of the State of Texas is 0030810800.

**Plan of Conversion**

The Converting Entity is converting to a Texas limited liability company. The name of the Texas limited liability company is Fiesta Mart, L.L.C. (the "*Converted Entity*").

The Converted Entity will be formed under the laws of Texas.

The plan of conversion is attached to this Certificate of Conversion as Exhibit A.

**Certificate of Formation for the Converted Entity**

The Converted Entity is a Texas limited liability company. The Certificate of Formation of the Converted Entity is attached to this Certificate of Conversion as Annex A to the plan of conversion attached to this Certificate of Conversion as Exhibit A.

**Approval of the Plan of Conversion**

The plan of conversion has been approved as required by the laws of the State of Texas, the jurisdiction of formation, and the governing documents of the Converting Entity.

**Effectiveness of Filing**

The conversion shall become effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date shall be March 20, 2015 at 8:00 a.m. Central Time.

**Tax Certificate**

In lieu of providing the tax certificate, the Converted Entity is liable for the payment of all fees and any franchise taxes of the Converting Entity.

**Execution**

The undersigned signs this Certificate of Conversion subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under the penalty of perjury that the undersigned is authorized to execute this filing instrument.

Date: March 19, 2015

**FIESTA MART, INC.**

By: 

Name: Louis Katopodis

Title: Chief Executive Officer and President

SIGNATURE PAGE TO  
CERTIFICATE OF CONVERSION OF  
FIESTA MART, INC.

**TRADEMARK**  
**REEL: 005486 FRAME: 0268**

**EXHIBIT A**  
**PLAN OF CONVERSION**

*[See attached.]*

**PLAN OF CONVERSION  
OF  
FIESTA MART, INC.  
(a Texas corporation)**

**INTO  
FIESTA MART, L.L.C.  
(a Texas limited liability company)**

Adopted on March 19, 2015

Pursuant to the provisions of Section 10.101 and Section 10.103 of the Texas Business Organizations Code, Fiesta Mart, Inc., a Texas corporation, hereby adopts the following Plan of Conversion:

1. The converting entity is a Texas corporation and its name is Fiesta Mart, Inc. (the "**Converting Entity**"), and the converted entity is a Texas limited liability company and its name is Fiesta Mart, L.L.C. (the "**Converted Entity**").
2. The Converting Entity is continuing its existence in the organizational form of the Converted Entity.
3. The Converted Entity is to be a limited liability company under the laws of the State of Texas.
4. The shares of common stock of the Converting Entity shall be converted into membership interests in the Converted Entity such that, immediately following the conversion, each shareholder of the Converting Entity shall own the same percentage interest in the Converted Entity that such shareholder owned in the Converting Entity immediately prior to the Conversion.
5. The conversion shall become effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date shall be March 20, 2015 at 8:00 a.m. Central Time.
6. Attached as **Annex A** to this Plan of Conversion is the Texas Certificate of Formation of the Converted Entity.

*[Signature Page Follows]*

IN WITNESS THEREOF, the undersigned has executed this Plan of Conversion as of the date first written above.

**FIESTA MART, INC.**

By: 

Name: Louis Katopodis

Title: Chief Executive Officer and President

SIGNATURE PAGE TO  
PLAN OF CONVERSION OF  
FIESTA MART, INC.

**TRADEMARK**  
**REEL: 005486 FRAME: 0271**



**ANNEX A**

**CERTIFICATE OF FORMATION**

*[See attached.]*



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Fiesta Mart, L.L.C.  
File Number: 802179022

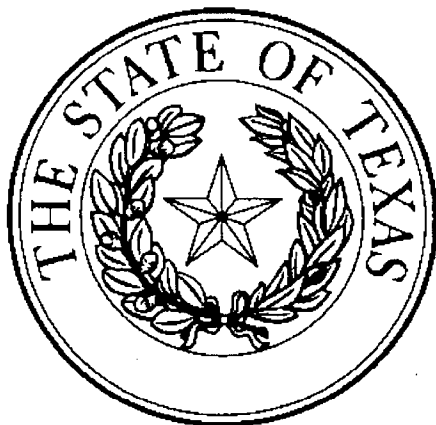
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 03/19/2015

Effective: 03/20/2015 08:00 am



A handwritten signature in black ink, appearing to read "Cascos".

Carlos Cascos  
Secretary of State

MAR 19 2015

Corporations Section

**CERTIFICATE OF FORMATION  
OF  
FIESTA MART, L.L.C.**

The undersigned, acting as the authorized representative of Fiesta Mart, L.L.C. (the "Company") under the Texas Business Organizations Code (as amended from time to time, the "Code"), does hereby adopt the following Certificate of Formation for the Company:

**ARTICLE ONE**

The name of the Company is Fiesta Mart, L.L.C.

**ARTICLE TWO**

The Company is a limited liability company under the laws of the State of Texas.

**ARTICLE THREE**

The period of duration of the Company is perpetual.

**ARTICLE FOUR**

The purpose for which the Company is formed is for the transaction of any and all lawful business for which a limited liability company may be organized under the Code.

**ARTICLE FIVE**

The initial registered agent of the Company is an organization by the name of CT Corporation. The business address of the registered agent and the address of the registered office of such agent is 1999 Bryan Street, Suite 900, Dallas, TX 75201-3136.

**ARTICLE SIX**

The Company will be governed by its Board of Managers, and the name and address of the initial and sole manager are as follows:

| <u>Name</u> | <u>Address</u>                                   |
|-------------|--|
| Jim Arnold  | 952 Echo Lane, Suite 314<br>Houston, Texas 77024 |

**ARTICLE SEVEN**

The Company was formed pursuant to a plan of conversion in accordance with Texas law.

## ARTICLE EIGHT

The name and address of the converting entity (the "Converting Entity") were as follows:

Fiesta Mart, Inc.  
5235 Katy Fwy  
Houston, TX 77007

The Converting Entity was a corporation incorporated under the laws of the State of Texas. The Converting Entity was incorporated on June 12, 1972.

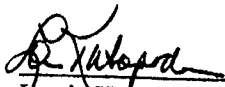
## ARTICLE NINE

This Certificate of Formation shall become effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date shall be March 20, 2015 at 8:00 a.m. Central Time.

[REMAINDER OF PAGE INTENTIONALLY BLANK]

The undersigned affirms that the person designated as registered agent has consented to the appointment as registered agent of the Company. The undersigned signs this Certificate of Formation subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute this filing instrument.

Date: March 19, 2015

By:   
Name: Louis Katopodis  
Title: Authorized Representative

SIGNATURE PAGE TO CERTIFICATE OF FORMATION  
OF FIESTA MART, L.L.C.