# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM350995

| | |
|---|---|
| **SUBMISSION TYPE:** | NEW ASSIGNMENT |
| **NATURE OF CONVEYANCE:** | CHANGE OF NAME |

**CONVEYING PARTY DATA**

| Name | Formerly | Execution Date | Entity Type |
|---|---|---|---|
| Hopdoddy Burger Bar, Inc. | | 06/23/2014 | CORPORATION: ARIZONA |

**RECEIVING PARTY DATA**

| | |
|---|---|
| **Name:** | Hopdoddy Burger Bar Gift Card, Inc. |
| **Street Address:** | 15279 N Scottsdale Rd |
| **City:** | Scottsdale |
| **State/Country:** | ARIZONA |
| **Postal Code:** | 85254 |
| **Entity Type:** | CORPORATION: ARIZONA |

**PROPERTY NUMBERS Total: 11**

| Property Type | Number | Word Mark |
|---|---|---|
| **Registration Number:** | 4533406 | GOOD KARMA NEVER TASTED SO GOOD. |
| **Registration Number:** | 4533403 | PEACE. LOVE. HOPPINESS. |
| **Registration Number:** | 4601539 | GOODNIGHT/GOOD CAUSE |
| **Registration Number:** | 4613069 | BURGER BOUNCER |
| **Registration Number:** | 3951042 | HOP DODDY |
| **Registration Number:** | 4149904 | HOPDODDY BURGER BAR |
| **Registration Number:** | 4153528 | HD 2010 |
| **Registration Number:** | 4006353 | HOPDODDY BURGER BAR |
| **Registration Number:** | 4743633 | LIVING BETWEEN 9 AND 10 |
| **Serial Number:** | 86557456 | LIL' DODDY |
| **Serial Number:** | 86419214 | DODDY BY NATURE |

OP $290.00 4533406

**CORRESPONDENCE DATA**

**Fax Number:**

***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:** 5128279937
**Email:** deena@deenakalai.com
**Correspondent Name:** Deena Kalai
**Address Line 1:** 2203 East 5th St
**Address Line 4:** Austin, TEXAS 78702

| | |
|---|---|
| **ATTORNEY DOCKET NUMBER:** | HOPDODDY |
| **NAME OF SUBMITTER:** | Deena Kalai |
| **SIGNATURE:** | /Deena Kalai/ |
| **DATE SIGNED:** | 08/11/2015 |

**Total Attachments: 8**
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# STATE OF ARIZONA

Office of the
## CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

**ARTICLES OF INCORPORATION, 10/30/2013**

consisting of 5 pages, is a true and complete copy of the original of said document on file with this office for:

**HOPDODDY BURGER BAR GIFT CARD INC**
**ACC file number: 1883288-5**

**IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: July 30, 2015.**

Jodi A. Jerich, Executive Director

By: GEORGE MOYA

AZ CORPORATION COMMISSION
FILED

OCT 3 0 2013

FILE NO. 1883288-5

04444711

# ARTICLES OF INCORPORATION OF HOPDODDY BURGER BAR, INC.

1. Name. The name of the corporation is Hopdoddy Burger Bar, Inc.

2. Initial Business. The corporation initially intends to operate restaurants through subsidiaries.

3. Authorized Shares. The corporation has authority to issue 15,000,000 shares of common stock.

4. Statutory Agent. The name and address of the initial statutory agent are L and R Service Co., 40 North Central Avenue, Suite 1900, Phoenix, Arizona 85004-4429.

5. Known Place of Business. The street address of the known place of business of the corporation is 15279 North Scottsdale Road, Suite 250, Scottsdale, Arizona 85254.

6. Board of Directors. The number of persons constituting the initial board of directors is four. Hereafter, the Bylaws shall establish the number of directors. The name and address of each initial director are:

Guy M. Villavaso
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

Larry E. Foles
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

Dan Mesches
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

Kristina Cashman
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

7. Officers. The name and office of each initial officer are:

| | |
|---|---|
| President | Dan Mesches |
| Vice President | Kristina Cashman |
| Secretary | Kristina Cashman |
| Treasurer | Kristina Cashman |



TRADEMARK
REEL: 005597 FRAME: 0119

8. Incorporator. The name and address of the incorporator are:

Guy M. Villavaso
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

9. Indemnification. The corporation shall indemnify each of its directors and officers, to the fullest extent permissible under each of the following: A.R.S. Sections 10-850 through 10-858 and any successor or amended statute; the corporation's Bylaws; and any agreement adopted pursuant to A.R.S. Section 10-858. Indemnification of directors and officers shall be mandatory in all circumstances in which indemnification is permitted by law.

10. Director Liability. To the fullest extent permitted by the Arizona Revised Statutes as in effect from time to time, a director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any action taken or any failure to take any action as a director. Any repeal or modification of this article shall not increase the liability of a director of the corporation arising out of acts or omissions occurring before the repeal or modification becomes effective.

11. Distributions to Shareholders. The board of directors may, from time to time, make distributions to shareholders that do not violate the provisions of A.R.S. § 10-640, in cash or property.

12. Repurchase of Shares. The board of directors may cause the corporation to purchase its own shares.

EXECUTED October 30, 2013.

The undersigned swears to the above contents under penalty of law.

Guy M. Villavaso, Incorporator





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ACCEPTANCE OF APPOINTMENT
BY STATUTORY AGENT

The undersigned acknowledges and accepts the appointment as statutory agent of Hopdoddy Burger Bar, Inc. effective October 30, 2013.

L AND R SERVICE CO., an Arizona corporation

By: _____
Assistant Secretary
40 North Central Avenue, Suite 1900
Phoenix, Arizona 85004-4429



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# STATE OF ARIZONA

Office of the
## CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

**ARTICLES OF AMENDMENT, 06/23/2014**

consisting of 3 pages, is a true and complete copy of the original of said document on file with this office for:

**HOPDODDY BURGER BAR GIFT CARD INC**
**ACC file number: 1883288-5**

**IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: July 30, 2015.**

Jodi A. Jerich, Executive Director

By: GEORGE MOYA

04718054

AZ CORPORATION COMMISSION
FILED

JUN 16 2014

FILE NO. 1883288-5

AZ CORPORATION COMMISSION
FILED

JUN 23 2014

FILE NO. 1883288-5

**STATE OF ARIZONA**
**ARTICLES OF AMENDMENT**
**TO THE**
**ARTICLES OF INCORPORATION**
**OF**
**HOPDODDY BURGER BAR, INC.**

***(Changing the corporate name to:***
***Hopdoddy Burger Bar Gift Card, Inc.)***

Pursuant to the provisions of A.R.S. § 10-1005, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is Hopdoddy Burger Bar, Inc.

2. The attached Exhibit A sets forth Amended and Restated Articles of Incorporation, which supersede the previous articles of incorporation in their entirety.

3. The Amended and Restated Articles of Incorporation do not provide for an exchange, reclassification or cancellation of issued shares.

4. The Amended and Restated Articles of Incorporation were adopted the 23rd day of May, 2014.

5. The corporation has not yet issued shares. Consequently, shareholder action was not required. The Amended and Restated Articles of Incorporation were approved by a majority of the members of the board of directors.

DATED as of this 23rd day of May, 2014.

HOPDODDY BURGER BAR, INC.
*(changing the corporate name to:*
*HOPDODDY BURGER BAR GIFT CARD, INC.)*

By: Kristin Cashman
Kristina Cashman, Vice President

**EXHIBIT A**

**AMENDED AND RESTATED**
**ARTICLES OF INCORPORATION**
**OF**
**HOPDODDY BURGER BAR GIFT CARD, INC.**

1. Name. The name of the corporation is Hopdoddy Burger Bar Gift Card, Inc.

2. Initial Business. The corporation initially intends to operate the gift card business of "Hopdoddy" restaurants and engage in any and all activities necessary or incidental to the foregoing.

3. Authorized Shares. The corporation has authority to issue 1,000 shares of common stock.

4. Statutory Agent. The name and address of the statutory agent are LRR Agent Service of Arizona, Inc., 201 E. Washington Street, Suite 1200, Phoenix, Arizona 85004-2595.

5. Known Place of Business. The street address of the known place of business of the corporation is 15279 North Scottsdale Road, Suite 250, Scottsdale, Arizona 85254.

6. Board of Directors. The number of persons constituting the initial board of directors is four. Hereafter, the Bylaws shall establish the number of directors. The name and address of each initial director are:

Guy M. Villavaso
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

Larry E. Foles
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

Dan Mesches
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254

Kristina Cashman
15279 North Scottsdale Rd.
Suite 250
Scottsdale, AZ 85254





TRADEMARK
REEL: 005597 FRAME: 0124

7. Officers. The name and office of each initial officer are:

| | |
|---|---|
| President | Dan Mesches |
| Vice President | Kristina Cashman |
| Secretary | Kristina Cashman |
| Treasurer | Kristina Cashman |

8. Indemnification. The corporation shall indemnify each of its directors and officers, to the fullest extent permissible under each of the following: A.R.S. Sections 10-850 through 10-858 and any successor or amended statute; the corporation's Bylaws; and any agreement adopted pursuant to A.R.S. Section 10-858. Indemnification of directors and officers shall be mandatory in all circumstances in which indemnification is permitted by law.

9. Director Liability. To the fullest extent permitted by the Arizona Revised Statutes as in effect from time to time, a director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any action taken or any failure to take any action as a director. Any repeal or modification of this article shall not increase the liability of a director of the corporation arising out of acts or omissions occurring before the repeal or modification becomes effective.

10. Distributions to Shareholders. The board of directors may, from time to time, make distributions to shareholders that do not violate the provisions of A.R.S. § 10-640, in cash or property.

11. Repurchase of Shares. The board of directors may cause the corporation to purchase its own shares.



TRADEMARK
RECORDED: 08/11/2015 REEL: 005597 FRAME: 0125