

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM362385

| | | | |
|---|------------------------------------|-----------------------|------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Elysium Health LLC | | 10/28/2015 | LIMITED LIABILITY COMPANY: FLORIDA |
| RECEIVING PARTY DATA | | | |
| Name: | Elysium Health, Inc. | | |
| Street Address: | 594 Broadway, Suite 707 | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10012 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 86715301 | ENDEAVOR | |
| Serial Number: | 86527497 | ELYSIUM | |
| Serial Number: | 86478053 | BASIS | |
| Serial Number: | 86307013 | ELYSIUM | |
| Serial Number: | 86200799 | METAVITAMIN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 9784639109 | | |
| <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: | +1.978.463.9100 | | |
| Email: | trademarks@massiplaw.com | | |
| Correspondent Name: | Aaron Y. Silverstein | | |
| Address Line 1: | 14 Cedar Street, Suite 224 | | |
| Address Line 4: | Amesbury, MASSACHUSETTS 01913-1831 | | |
| NAME OF SUBMITTER: | Aaron Y. Silverstein | | |
| SIGNATURE: | /asilverstein/ | | |
| DATE SIGNED: | 11/14/2015 | | |
| Total Attachments: 2 | | | |
| source=elysium health certificate of conversion#page1.tif | | | |

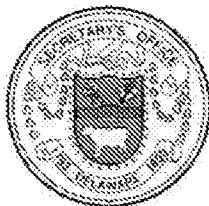
OP \$140.00 86715301

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A FLORIDA LIMITED LIABILITY COMPANY UNDER THE NAME OF "ELYSIUM HEALTH, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "ELYSIUM HEALTH, LLC" TO "ELYSIUM HEALTH, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2015, AT 4:51 O'CLOCK P.M.



5862602 8100F
SR# 20150682997

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 10317545
Date: 10-28-15

TRADEMARK
REEL: 005668 FRAME: 0676

**CERTIFICATE OF CONVERSION
OF
ELYSIUM HEALTH, LLC
(a Florida Limited Liability Company)
TO
ELYSIUM HEALTH, INC.
(a Delaware corporation)**

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:51 PM 10/28/2015
FILED 04:51 PM 10/28/2015
SR 20150682997 - FileNumber 5862602

Pursuant to Section 265 of the Delaware General Corporation Law, the undersigned manager of Elysium Health, LLC, a Florida limited liability company, has executed the following Certificate of Conversion:

1. The date on which Elysium Health, LLC, a Florida limited liability company, was first formed is February 21, 2013.
2. The jurisdiction in which Elysium Health, LLC was first formed is the state of Florida.
3. The jurisdiction of Elysium Health, LLC immediately prior to the filing of this Certificate of Conversion is the state of Florida.
4. Elysium Health, LLC is the name of the limited liability company immediately prior to the filing of this Certificate of Conversion.
5. Elysium Health, Inc. is the name of the corporation as set forth in its Certificate of Incorporation filed in accordance with Section 265(b)(2) of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this Certificate of Conversion has been executed by the undersigned this 28th day of October 2015.

By: /s/ Eric Marcotulli
Eric Marcotulli, Manager