

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM431179

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Modern Times, LLC		04/27/2017	Limited Liability Company: UNITED STATES
RECEIVING PARTY DATA			
Name:	Modern Times Drinks, Inc.		
Street Address:	3725 Greenwood Street		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92110		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	4451851	MODERN TIMES	
Registration Number:	4641773	BLAZING WORLD SAN DIEGO, CA	
Registration Number:	4467770	LOMALAND	
Registration Number:	4464005	FORTUNATE ISLANDS	
Registration Number:	4452564	MODERN TIMES BEER	
Serial Number:	86215096		
Registration Number:	4736464	MT	
Registration Number:	4918843	WHOLE BEAN SAN DIEGO, CA MODERN TIMES ON	
Registration Number:	5000153	BOOMING ROLLERS	
Registration Number:	5000154	CITY OF THE SUN	
Registration Number:	5000155	ORDERVILLE	
Serial Number:	86774269	FRUITLANDS	
Registration Number:	5000156	CITY OF THE DEAD	
Serial Number:	87169421	CRITICAL BAND	
Serial Number:	87176841	MT	
Serial Number:	87182945	DANKNESS DOJO	
Serial Number:	87182991	LEISURETOWN	
Serial Number:	87223058	THE THEORY OF LEISURE COMMITTEE	
Serial Number:	87223082	THE LEAGUE OF PARTYGOERS AND ELEGANT PEO	
TRADEMARK			

CH \$490.00 4451851

CORRESPONDENCE DATA**Fax Number:** 9498556371*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:** 9498551246**Email:** jweissberger@stetinalaw.com**Correspondent Name:** Kit M. Stetina, Esq.**Address Line 1:** 75 Enterprise, Ste. 250**Address Line 4:** Aliso Viejo, CALIFORNIA 92656

NAME OF SUBMITTER:	Kit M. Stetina
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SIGNATURE:	/kit m. stetina/
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DATE SIGNED:	06/14/2017
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Total Attachments: 4

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ARTICLES OF INCORPORATION WITH STATEMENT OF CONVERSION

OF

MODERN TIMES DRINKS, INC.

FILED
Secretary of State
State of California

MAY 01 2017

I.

The name of this corporation is Modern Times Drinks, Inc.

II.

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III.

This corporation is authorized to issue only one class of shares of stock. The total number of shares which this corporation is authorized to issue is three million (3,000,000).

IV.

(Statement of Conversion)

The name of the converting California limited liability company is Modern Times, LLC. The limited liability company's California Secretary of State file number is 201200510043. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under California Corporations Code section 17710.03. There are two classes of members entitled to vote, and the percentage vote required is a majority in interest of the members of each class. The limited liability company is converting into a California stock corporation.

V.

The initial street and mailing address of the corporation is:

Modern Times Drinks, Inc.
3725 Greenwood St.
San Diego, California 92110

VI.

The name of this corporation's initial agent for service of process is:

InCorp Services, Inc.

VII.

Upon acquisition of all of the issued and outstanding shares of Common Stock of the corporation by the Modern Times Employee Stock Ownership Trust, as may be modified, amended or restated from time to time (the "Trust"), which implements and forms a part of the Modern Times Employee Stock Ownership Plan, as may be modified, amended or restated from time to time (the "Plan"), the Common Stock of the corporation may be owned only by the following permitted shareholders: the corporation's employees, the employees of the corporation's subsidiaries, the Trust, and the trustee thereof (each a "Permitted Shareholder"). Any purported transfer in violation of these provisions shall be void, and the corporation shall not be required to accept or recognize any such purported transfer except as herein provided.

VIII.

Effective on the date this corporation properly elects to be taxed as a corporation under Subchapter S of the Internal Revenue Code of 1986, as amended (the "Code"), no shareholder shall (a) transfer all or part of such shareholder's stock in a manner which would result in an increase in the then current number of shareholders of the corporation in excess of those allowed under Section 1361 of Code; (b) transfer all or part of such shareholder's stock to a person or entity who is not eligible to hold stock in an Subchapter S corporation pursuant to Section 1361(b)(1) of the Code; and (c) voluntarily transfer such shareholder's stock in any manner which would result in the termination of the Subchapter S corporation status for the purposes of federal corporate income taxation pursuant to the provisions of the Code. Any purported transfer in violation of these provisions shall be void, and the corporation shall not be required to accept or recognize any such purported transfer except as herein provided.

IX.

A. The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.


B. This corporation is authorized to provide indemnification of agents (as defined in section 317 of the California Corporations Code) through bylaw provisions, agreements with agents, vote of shareholders or disinterested directors or otherwise, in excess of the indemnification otherwise permitted by section 317 of the California Corporations Code, subject only to applicable limits set forth in section 204 of the California Corporations Code with respect to actions for breach of duty to the corporation and its shareholders.

C. Any repeal or modification of this Article IX shall be prospective and shall not affect the rights under Article IX in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

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It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Dated: April 27, 2017



Jacob McKean, Manager and
Managing Member of Modern
Times, LLC and Incorporator



I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAY 03 2017

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State