

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM454394

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Entity Conversion and Change of Name		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CST Brands Holdings, Inc.		06/26/2017	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CST Brands Holdings 2, LLC		
<b>Street Address:</b>	19500 Bulverde Road		
<b>Internal Address:</b>	Suite 100		
<b>City:</b>	San Antonio		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	78259		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86853670	BE NICE. HAVE FUN, SELL STUFF & BE THE B	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7139515660		
<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>			
<b>Phone:</b>	7139515600		
<b>Email:</b>	john.tang@strasburger.com		
<b>Correspondent Name:</b>	John A. Tang / Strasburger & Price, LLP		
<b>Address Line 1:</b>	909 Fannin Street		
<b>Address Line 2:</b>	Suite 2300		
<b>Address Line 4:</b>	Houston, TEXAS 77010		
<b>NAME OF SUBMITTER:</b>	John A. Tang		
<b>SIGNATURE:</b>	/John A. Tang/		
<b>DATE SIGNED:</b>	12/13/2017		
<b>Total Attachments: 2</b>			
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# Delaware

The First State

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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 "CST BRANDS HOLDINGS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CST BRANDS HOLDINGS, INC." TO "CST BRANDS HOLDINGS 2, LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2017, AT 11:34 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

5574602 8100V  
SR# 20174940788

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202777534  
Date: 06-26-17

**TRADEMARK**  
**REEL: 006227 FRAME: 0594**

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT**

**FIRST.** The name of the corporation immediately prior to filing this Certificate is CST Brands Holdings, Inc. (the "Corporation").

**SECOND.** The jurisdiction where the Corporation first formed is Delaware.

**THIRD.** The jurisdiction of the Corporation immediately prior to filing this Certificate is Delaware.

**FOURTH.** The date the Corporation first formed is July 25, 2014.

**FIFTH.** The name of the limited liability company as set forth in the certificate of formation submitted herewith is CST Brands Holdings 2, LLC.

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Conversion as of June 26, 2017.

/s/ Giovanna Rueda

Giovanna Rueda, President