

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM552487

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Nowhere Partners Corp.		03/13/2019	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nowhere Partners, LLC		
<b>Street Address:</b>	7660 BEVERLY BLVD., SUITE A		
<b>City:</b>	LOS ANGELES		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90036		
<b>Entity Type:</b>	Limited Liability Company: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87355905	NOWHERE	
<b>Serial Number:</b>	87536368	EREWHON CAFÉ & GROCER	
<b>Serial Number:</b>	87850483	IF IT'S HERE IT'S GOOD FOR YOU	
<b>Serial Number:</b>	88184898	NOWHERE	
<b>Serial Number:</b>	78911342	EREWHON	
<b>Serial Number:</b>	88112331	NOWHERE	
<b>Serial Number:</b>	88386852	EREWHON	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	2138915031		
<b>Email:</b>	trademark@buchalter.com		
<b>Correspondent Name:</b>	Jessie K. Reider, CA Bar No. 237113		
<b>Address Line 1:</b>	1000 Wilshire Blvd., Suite 1500		
<b>Address Line 2:</b>	Buchalter		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90017		
<b>NAME OF SUBMITTER:</b>	Jessie K. Reider, CA Bar No. 237113		
<b>SIGNATURE:</b>	/jkr/		
<b>DATE SIGNED:</b>	12/09/2019		

CH \$190.00 87355905

**Total Attachments: 1**

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State of California Secretary of State

3356934 - out

Limited Liability Company Articles of Organization - Conversion

LLC-1A

File #

FILED Secretary of State State of California

Emk/KM

MAR 13 2019

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Nowhere Partners, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager More Than One Manager All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA City State Zip Code 7660 Beverly Boulevard, Suite A Los Angeles CA 90036

5. Initial Mailing Address of Limited Liability Company, if different from Item 4 City State Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process

Mariano Anthony Antoci

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box City State Zip Code 7660 Beverly Boulevard, Suite A Los Angeles CA 90036

c. If an individual, Mailing Address of Agent for Service of Process City State Zip Code 7660 Beverly Boulevard, Suite A Los Angeles CA 90036

Converting Entity Information

7. Name of Converting Entity Nowhere Partners Corp.

8. Form of Entity Corporation 9. Jurisdiction California 10. CA Secretary of State File Number, if any C3356934

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote AND The percentage vote required of each class. Common Stock - 1,000 shares 51%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person (Signature)

Josephine Antoci, President Type or Print Name and Title of Authorized Person

Signature of Authorized Person (Signature)

Mariano Anthony Antoci, Secretary Type or Print Name and Title of Authorized Person