

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM574728


<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>
Starling Jewelry LLC		11/03/2016	Limited Liability Company: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Starling Jewelry Inc.		
<b>Street Address:</b>	453 S. Spring St. Ste. 1212		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90013		
<b>Entity Type:</b>	Corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5110425	STARLING	
<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>Email:</b>	sarah@barberacorporatelaw.com		
<b>Correspondent Name:</b>	Francesco R. Barbera		
<b>Address Line 1:</b>	310 N. Indian Hill Blvd. #527		
<b>Address Line 4:</b>	Claremont, CALIFORNIA 91711		
<b>NAME OF SUBMITTER:</b>	Francesco R. Barbera		
<b>SIGNATURE:</b>	/Francesco R Barbera/		
<b>DATE SIGNED:</b>	05/04/2020		
<b>Total Attachments: 3</b>			
source=Starling Jewelry Entity Conversion#page1.tif			
source=Starling Jewelry Entity Conversion#page2.tif			
source=STARLING JEWELRY INC#page1.tif			

OP \$40.00 5110425

ARTICLES OF INCORPORATION  
WITH STATEMENT OF CONVERSION

3957922  
2015/2510480  
FILED

Secretary of State  
State of California

NOV 03 2016 

I.

The name of the corporation is **STARLING JEWELRY 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; and the total number of shares which this corporation is authorized to issue is 10,000,000.

IV.

(Statement of Conversion)

The name of the converting California limited liability company is **STARLING JEWELRY LLC**. The limited liability company's California Secretary of State file number is **201512510480**. 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 is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

V.

A. The initial street address and mailing address of the converted corporation are:

<u>913 Fernwood Pacific Dr.</u>	<u>Topanga</u>	<u>CA</u>	<u>90290</u>
Initial Street Address of Corporation	City	State	Zip Code
<u>913 Fernwood Pacific Dr.</u>	<u>Topanga</u>	<u>CA</u>	<u>90290</u>
Initial Mailing Address of Corporation	City	State	Zip Code

B. The name and California street address of the converted corporation's initial agent for service of process are:

<u>Chelsey Moriah Kantor</u>			
Agent's Name			
<u>913 Fernwood Pacific Dr.</u>	<u>Topanga</u>	<u>CA</u>	<u>90290</u>
Agent's Street Address	City	State	Zip Code

[SIGNATURES FOLLOW]

(Articles of Incorporation with Statement of Conversion)

TRADEMARK  
REEL: 006929 FRAME: 0787

3957922  
201512510480

*I declare I am the person who executed this instrument, which execution is my act and deed.*

  
Chelsey Kantor, Member of Starling Jewelry LLC and Incorporator

  
Tracy Ohlhaber, Member of Starling Jewelry LLC and Incorporator

(Articles of Incorporation with Statement of Conversion)

19-047042



Secretary of State  
Statement of Information  
(California Stock, Agricultural  
Cooperative and Foreign Corporations)

SI-550

92

**FILED**  
Secretary of State  
State of California

**JUN 28 2019**

**IMPORTANT** — Read instructions before completing this form.

**Fees (Filing plus Disclosure) – \$25.00;**

**Copy Fees** – First page \$1.00; each attachment page \$0.50;  
Certification Fee - \$5.00 plus copy fees

**1. Corporation Name** (Enter the exact name of the corporation as it is recorded with the California Secretary of State. Note: If you registered in California using an assumed name, see instructions.)

STARLING JEWELRY INC

*This Space For Office Use Only*

**2. 7-Digit Secretary of State File Number**

C3957922

**3. Business Addresses**

a. Street Address of Principal Executive Office - Do not list a P.O. Box 453 S SPRING STREET SUITE 1212	City (no abbreviations) LOS ANGELES	State CA	Zip Code 90013
b. Mailing Address of Corporation, if different than Item 3a	City (no abbreviations)	State	Zip Code
c. Street Address of Principal California Office, if any and if different than Item 3a - Do not list a P.O. Box 453 S SPRING STREET SUITE 1212	City (no abbreviations) LOS ANGELES	State CA	Zip Code 90013

**4. Officers**

The Corporation is required to list all three of the officers set forth below. An additional title for the Chief Executive Officer and Chief Financial Officer may be added; however, the preprinted titles on this form must not be altered.

a. Chief Executive Officer/ CHELSEY	First Name	Middle Name	Last Name KANTOR	Suffix
Address 453 S SPRING STREET SUITE 1212			City (no abbreviations) LOS ANGELES	State CA Zip Code 90013
b. Secretary CHELSEY	First Name	Middle Name	Last Name KANTOR	Suffix
Address 453 S SPRING STREET SUITE 1212			City (no abbreviations) LOS ANGELES	State CA Zip Code 90013
c. Chief Financial Officer/ CHELSEY	First Name	Middle Name	Last Name KANTOR	Suffix
Address 453 S SPRING STREET SUITE 1212			City (no abbreviations) LOS ANGELES	State CA Zip Code 90013

**5. Director(s)**

California Stock and Agricultural Cooperative Corporations ONLY: **Item 5a:** At least one name and address must be listed. If the Corporation has additional directors, enter the name(s) and addresses on Form SI-550A (see instructions).

a. First Name CHELSEY	Middle Name	Last Name KANTOR	Suffix
Address 453 S SPRING STREET SUITE 1212			City (no abbreviations) LOS ANGELES State CA Zip Code 90013
b. Number of Vacancies on the Board of Directors, if any	<input type="text"/>		

**6. Service of Process** (Must provide either Individual OR Corporation.)

**INDIVIDUAL** – Complete Items 6a and 6b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation) CHELSEY	Middle Name	Last Name KANTOR	Suffix
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box 453 S SPRING STREET SUITE 1212	City (no abbreviations) LOS ANGELES		State CA Zip Code 90013

**CORPORATION** – Complete Item 6c only. Only include the name of the registered agent Corporation.

c. California Registered Corporate Agent's Name (if agent is a corporation) – Do not complete Item 6a or 6b
---

**7. Type of Business**

Describe the type of business or services of the Corporation  
JEWELRY SALES

**8. The Information contained herein, including in any attachments, is true and correct.**

6/18/19  
Date

CHELSEY KANTOR  
Type or Print Name of Person Completing the Form

CFO  
Title

Signature

SI-550 (REV 01/2017)

2017 California Secretary of State  
www.sos.ca.gov/business/be

**TRADEMARK**

**RECORDED: 05/04/2020**

**REEL: 006929 FRAME: 0789**