

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM711665

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WOO ESSENTIALS, LLC		05/21/2020	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	WOO ESSENTIALS, INC.		
Street Address:	5414 OBERLIN DRIVE, SUITE 140		
City:	SAN DIEGO		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	87767950	WOO MORE PLAY	
Registration Number:	5950971	WOO MORE PLAY	
Registration Number:	6373346	WOO MORE PLAY	
CORRESPONDENCE DATA			
Fax Number:	2162412824		
<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:	216-621-0150		
Email:	TRADEMARKS@HAHNLAW.COM		
Correspondent Name:	HAHN LOESER & PARKS LLP		
Address Line 1:	200 PUBLIC SQUARE, SUITE 2800		
Address Line 4:	CLEVELAND, OHIO 44114		
NAME OF SUBMITTER:	DANIEL J. SMOLA		
SIGNATURE:	/DANIEL J. SMOLA/		
DATE SIGNED:	03/02/2022		
Total Attachments: 8			
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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 CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "WOO ESSENTIALS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "WOO ESSENTIALS, LLC" TO "WOO ESSENTIALS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MAY, A.D. 2020, AT 11:18 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7983307 8100F
SR# 20204434621

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

Authentication: 202977868
Date: 05-22-20

TRADEMARK
REEL: 007648 FRAME: 0347



State of California
Secretary of State

Certificate of Conversion

CONV-1A

File #

201612010283

FILED *DMR*
Secretary of State
State of California

MAY 22 2020

This Space For Filing Use Only

IMPORTANT — Read all instructions before completing this form.

Converted Entity Information

1. Name of Converted Entity Woo Essentials, Inc.			
2. Form of Entity Corporation	3. Jurisdiction Delaware		
4. Mailing Address of Chief Executive Office 5414 Oberlin Drive, Suite 140, San Diego, California 92121	City	State	Zip Code
5. Street Address of Chief Executive Office - Do not list a P.O. Box 5414 Oberlin Drive, Suite 140, San Diego, California 92121	City	State	Zip Code
6. Street Address of the California Office, if any - Do not list a P.O. Box 5414 Oberlin Drive, Suite 140, San Diego	City	State CA	Zip Code 92121
7. If the converting entity is a California corporation, limited liability company, limited partnership or general partnership, you must designate an agent for service of process: Item 7a: 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 7b: If the agent is an individual, list the agent's business or residential street address. Item 7c: If the agent is an individual, list the mailing address of the converted entity's agent. Do not list an address if the agent is a California registered corporate agent as the address for service of process is already on file.			
a. Name of Agent For Service of Process C T Corporation System			
b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box	City	State	Zip Code
c. If an individual, Mailing Address of Agent for Service of Process	City	State	Zip Code

Converting Entity Information

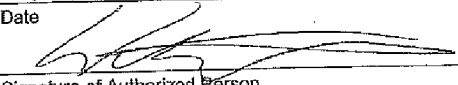
8. Name of Converting Entity Woo Essentials, LLC		
9. Form of Entity Limited liability company	10. Jurisdiction California	11. CA Secretary of State File Number, if any 201612010283
12. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each 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. 87,000 Class A units 100%		

Additional Information

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

14. I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of my own knowledge. I declare I am the person who executed this instrument, which execution is my act and deed.

May 21, 2020
Date


Signature of Authorized Person

Westin Mitchell, Member
Type or Print Name and Title of Authorized Person

Signature of Authorized Person

Type or Print Name and Title of Authorized Person

CONV-1A (REV 10/2018)

APPROVED BY SECRETARY OF STATE



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

JUN 03 2020

RP

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

State of California
Secretary of State

CERTIFICATE OF QUALIFICATION

I, ALEX PADILLA, Secretary of State of the State of California, hereby certify that on the **22nd Day of May, 2020**, **WOO ESSENTIALS, INC.** a corporation organized and existing under the laws of **Delaware**, complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California, and that as of said date said corporation became and now is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of May 30, 2020.



ALEX PADILLA
Secretary of State

emr



Secretary of State
Statement and Designation by
Foreign Corporation

S&DC-S/N

4597223

IMPORTANT — Read Instructions before completing this form.

Must be submitted with a current **Certificate of Good Standing** issued by the government agency where the corporation was formed. See Instructions.

Filing Fee — \$100.00 (for a foreign stock corporation) or
 \$30.00 (for a foreign nonprofit corporation)

Copy Fees — First page \$1.00; each attachment page \$0.50;
 Certification Fee - \$5.00

Note: Corporations may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to www.ftb.ca.gov.

FILED *Emr*
 Secretary of State
 State of California
 MAY 22 2020

100 *BM*
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1. Corporate Name (Go to www.sos.ca.gov/business/be/name-availability for general corporate name requirements and restrictions.)

2. Jurisdiction (State, foreign country or place where this corporation is formed - must match the Certificate of Good Standing provided.)

Woo Essentials, Inc.	Delaware
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3. Business Addresses (Enter the complete business addresses. Items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity.)

a. Initial Street Address of Principal Executive Office - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
5414 Oberlin Drive, Suite 140	San Diego	CA	92121
b. Street Address of Principal Office in California, if any - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
5414 Oberlin Drive, Suite 140	San Diego	CA	92121
c. Mailing Address of Principal Executive Office, if different than item 3a	City (no abbreviations)	State	Zip Code

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

INDIVIDUAL — Complete Items 4a and 4b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation)	Middle Name	Last Name	Suffix
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
		CA	

CORPORATION — Complete Item 4c. 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 4a or 4b

C T Corporation System

5. Read and Sign Below (See instructions. Office or title not required.)

I am a corporate officer and am authorized to sign on behalf of the foreign corporation.

Signature

Westin Mitchell
 Type or Print Name

Delaware

The First State

4597223

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WOO ESSENTIALS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MAY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WOO ESSENTIALS, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF MAY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.



7983307 8300

SR# 20204464402

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. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202979358

Date: 05-22-20

TRADEMARK
REEL: 007648 FRAME: 0352



I hereby certify that the foregoing transcript of 7 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUN 03 2020

Handwritten initials, possibly "AM", in dark ink.

Date: _____

Handwritten signature of Alex Padilla in dark ink.

ALEX PADILLA, Secretary of State

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
CORPORATION PURSUANT TO SECTION 265 OF
THE DELAWARE GENERAL CORPORATION LAW**

1. The jurisdiction where Woo Essentials, LLC (the "*Limited Liability Company*") first formed is California.
2. The jurisdiction and type of entity of the Limited Liability Company immediately prior to filing this Certificate is a California limited liability company.
3. The date the Limited Liability Company first formed in California is April 25, 2016.
4. The name of the Limited Liability Company immediately prior to filing this Certificate is Woo Essentials, LLC.
5. The name of the Corporation as set forth in the Certificate of Incorporation is Woo Essentials, Inc.
6. This Certificate of Conversion was duly adopted in accordance with the applicable provisions of Section 265 of the Delaware General Corporation Law, the Company's Second Amended and Restated Operating Agreement and applicable California law.

[Signature Page Follows]