

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM803074

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Elta MD, Inc.		12/31/2021	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	CP SKIN HEALTH GROUP, INC.		
Street Address:	6210 East Thomas Road, Suite 200		
City:	Scottsdale		
State/Country:	ARIZONA		
Postal Code:	85251		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	88768676	PEEL THE DIFFERENCE	
Serial Number:	88769248	FEEL THE PEEL	
Serial Number:	90627125	IQ: ADAPTIVE HYDRATION	
CORRESPONDENCE DATA			
Fax Number:			
<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:	212-813-5900		
Email:	anicolescu@fzlz.com		
Correspondent Name:	Allison Strickland Ricketts		
Address Line 1:	Fross Zelnick Lehrman & Zissu, P.C.		
Address Line 2:	151 West 42nd Street, 17th Floor		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	CPSK 2113261		
NAME OF SUBMITTER:	Anca Nicolescu		
SIGNATURE:	/ancanicolescu/		
DATE SIGNED:	04/14/2023		
Total Attachments: 3			
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source=Copy of Corp Conversion to CP Skin - Del. (F5064894x96B9E)#page2.tif			

CH \$90.00 88768676



Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Elta MD, Inc.
File Number: 109647500

Converting it to

CP Skin Health Group, Inc.
File Number: [Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 12/20/2021

Effective: 12/31/2021 10:59 pm



A handwritten signature in black ink, appearing to read "John B. Scott".

John B. Scott
Secretary of State

Come visit us on the internet at <https://www.sos.texas.gov/>

**CERTIFICATE OF CONVERSION
CONVERTING
ELTA MD, INC.
(a Texas corporation)
INTO
CP SKIN HEALTH GROUP, INC.
(a Delaware for-profit corporation)**

1. The name of the converting corporation is Elta MD, Inc. (the “**Company**”).
2. The jurisdiction of formation of the Company is Texas.
3. The date of formation of the Company is December 5, 1988.
4. The file number issued to the Company by the Texas Secretary of State is 109647500.
5. The Company is converting into a Delaware for-profit corporation. The name of the converted corporation (the “**Converted Entity**”) is CP Skin Health Group, Inc.
6. The Converted Entity will be formed under the laws of Delaware.
7. The Company certifies to the following statements:
 - (a) A plan of conversion is on file at the principal place of business of the Company, the converting entity. The address of the principal place of business of the Company is 6210 E. Thomas Road, Suite 200, Scottsdale, AZ 85251.
 - (b) A plan of conversion will be on file after the conversion at the principal place of business of the Converted Entity, the converted entity. The address of the principal place of business of the Converted Entity is 6210 E. Thomas Road, Suite 200, Scottsdale, AZ 85251.
 - (c) A copy of the plan of conversion will be furnished, on written request and without cost, by the Company before the conversion or by the Converted Entity after the conversion to any shareholder of the Company or stockholder of the Converted Entity.
8. The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the Company.
9. This document becomes effective as of 10:59 p.m. (Central Standard Time) on December 31, 2021.
10. In lieu of providing a tax certificate, the Converted Entity, as the converted entity, is liable for the payment of any franchise taxes.

[The signature page follows.]

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: December 14, 2021

ELTA MD, INC.

By: _____



Eutyclus Karuru,
Vice President and Assistant Treasurer

Signature Page to Texas Certificate of Conversion