

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Retrofit, LLC		10/29/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Retrofit, Inc.		
Street Address:	1658 North Milwaukee Avenue #441		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60647		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	85390630	RETROFIT	
Serial Number:	85391189	DATA-DRIVEN	
Serial Number:	85436090	R	
CORRESPONDENCE DATA			
Fax Number:	3127506546		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312.269.8000		
Email:	temanuelson@ngelaw.com		
Correspondent Name:	William J. Lenz		
Address Line 1:	2 North LaSalle Street, Suite 1700		
Address Line 2:	Neal, Gerber & Eisenberg LLP		
Address Line 4:	Chicago, ILLINOIS 60602		
ATTORNEY DOCKET NUMBER:	24364-0701		

CH \$90.00 85390630

NAME OF SUBMITTER:	William J. Lenz
Signature:	/William J. Lenz/
Date:	01/18/2013
Total Attachments: 3 source=Certificate_of_Conversion_of_Retrofit_Inc#page1.tif source=Certificate_of_Conversion_of_Retrofit_Inc#page2.tif source=Certificate_of_Conversion_of_Retrofit_Inc#page3.tif	

Delaware

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The First State

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 LIMITED LIABILITY COMPANY UNDER THE NAME OF "RETROFIT LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "RETROFIT LLC" TO "RETROFIT INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2012, AT 5:04 O'CLOCK P.M.

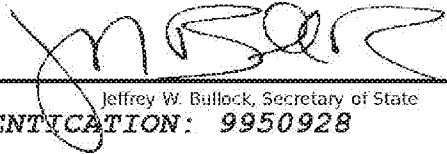
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4985304 8100V

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9950928

DATE: 10-31-12

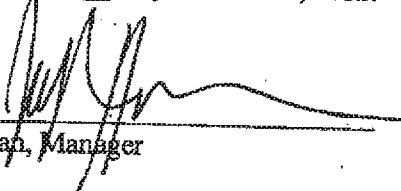
TRADEMARK
REEL: 004946 FRAME: 0092

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

RETROFIT LLC, a Delaware limited liability company (the "Company"), does hereby certify to the following facts relating to the conversion of the Company into RETROFIT INC., a Delaware corporation to be formed immediately following the filing of this Certificate of Conversion (the "Conversion"):

1. The jurisdiction where the Company first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Company first formed is May 19, 2011.
4. The name of the Company immediately prior to filing this Certificate is Retrofit LLC.
5. The name of the corporation as set forth in the Certificate of Incorporation is Retrofit Inc.
6. Upon the filing of this Certificate of Conversion and the Certificate of Incorporation (the "Effective Time"), the Company shall be converted into Retrofit Inc.
7. Upon the Effective Time, the 2,500,000 units of membership interests of the Company held by the Members of the Company shall be converted into 2,500,000 shares of Common Stock of Retrofit Inc.
8. Upon the Effective Time, each unit of the 463,375 units of appreciation rights granted pursuant to the Retrofit LLC (f/k/a/ Strong Suit Wellness LLC) 2011 Unit Appreciation Rights Plan shall be converted into an option to purchase one share of Common Stock pursuant to the Retrofit Inc. 2012 Stock Incentive Plan.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Company has executed this Certificate on the 24 day of October, 2012.



Jeffrey Hyman, Manager

NGEDOC5: 2018528.3

Retrofit LLC
CERTIFICATE OF CONVERSION

RECORDED: 01/18/2013

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