

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
OeTZI3300, LLC		05/06/2013	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	OTZ Shoes, Inc.		
Street Address:	24955 Pacific Coast Highway, Suite A103		
City:	Malibu		
State/Country:	CALIFORNIA		
Postal Code:	90265		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4064600	CORK FIT	
CORRESPONDENCE DATA			
Fax Number:	310 456-91		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	310 456-9100		
Email:	skip@otzshoes.com		
Correspondent Name:	George W, Murgatroyd III		
Address Line 1:	24955 Pacific Coast Highway, Suite A103		
Address Line 4:	Malibu, CALIFORNIA 90265		
NAME OF SUBMITTER:	George W. Murgatroyd III		
Signature:	/George W. Murgatroyd III/		
Date:	05/06/2013		

OP \$40.00 4064600

Total Attachments: 8

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State of California Secretary of State

LLC-1

File #

200919810273

ENDORSED - FILED In the office of the Secretary of State of the State of California

MAY 15 2009

LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION

A \$70.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

ENTITY NAME (Enter the name with 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.)

1. NAME OF LIMITED LIABILITY COMPANY

OeTZI3300, LLC

PURPOSE (The following statement is required by statute and should not be altered.)

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 BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

INITIAL AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both items 3 and 4 must be completed. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1506 and item 3 must be completed (leave item 4 blank).)

3. NAME OF INITIAL AGENT FOR SERVICE OF PROCESS

George W. Murgatroyd III

4. IF AN INDIVIDUAL, ADDRESS OF INITIAL AGENT FOR SERVICE OF PROCESS IN CALIFORNIA CITY STATE ZIP CODE

6956 Dume Drive, Malibu CA 90265

MANAGEMENT (Check only one)

5. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY:

ONE MANAGER

MORE THAN ONE MANAGER

ALL LIMITED LIABILITY COMPANY MEMBER(S)

ADDITIONAL INFORMATION

6. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

EXECUTION

7. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

May 11, 2009

DATE

SIGNATURE OF ORGANIZER

Ludovic Malnoux

TYPE OR PRINT NAME OF ORGANIZER



LLC-1 (REV 04/2007)

APPROVED BY SECRETARY OF STATE

OeTZI3300, LLC

Resolution

To Convert from a Limited Liability Company to a C Corporation

December 27, 2011

Whereas, OeTZI3300, LLC (the "Company") has a need for additional capital;

Whereas, the Company's need for capital may prove ongoing;

Whereas, challenges exist in making repetitive offerings of the limited liability membership interests of a company;

Whereas, the corporate form of business generally accommodates multiple offerings of the securities of a company in a better manner than the limited liability form of business;

Whereas, members of a limited liability company, such as members of this Company, are subject to possible phantom income if the affairs of the company are not managed in a manner assuring the availability of cash for distribution;

Whereas, there is no assurance of the continued availability of cash to distribute to the members of this Company, to offset any potential taxable income potentially flowing through to them from the Company;

Whereas, owners of stock in a C corporation are not, under most circumstances, subject to phantom income from the operations of the C corporation;

Whereas, the corporate form of organization generally contains governance structures that are more efficacious and time proven than the limited liability form of organization;

Whereas, the Company is undergoing rapid growth, which, if continued, will likely demand better governance;

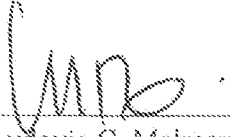
Whereas, the managers of the Company (the "Managers") have considered the benefits of continuing to conduct the business of the Company in the limited liability form;

Whereas, the Managers have considered the disadvantages of conducting the business of the Company in the C corporation form; and

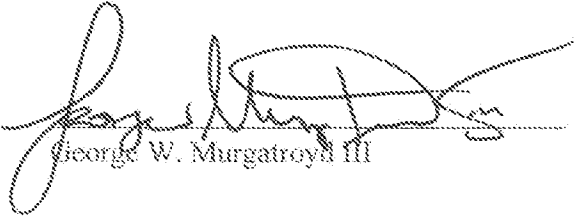
Whereas, the Managers have considered the benefits and detriments of operating the Company as an S corporation,

Now, therefore, after considering the benefits and detriments of remaining a limited liability vs. benefits and detriments of operating as either a C corporation or an S corporation, the Managers of this Company have concluded that it is, overall, in the interest of the Company and its members to convert the Company from the limited liability form of organization to a C corporation and resolve that the Company shall be so converted effective January 1, 2012.

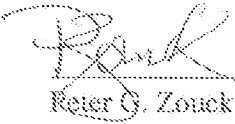
UNANIMOUSLY RESOLVED, this 27th day of December, 2011 by the Managers:



Ludovic C. Malmoux



George W. Murgatroyd III



Peter G. Zouck

DEC 30 2011

ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION

I

The name of this incorporation is OETZI3300, 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 profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service.

IV

The total number of shares of stock which the Corporation shall have authority to issue is one hundred forty million (140,000,000) shares, of which (A) 80 million (80,000,000) shares, of a par value of One Cent (\$0.01) per share, shall be of a class designated "Common Stock," and (B) 60 million (60,000,000) shares, of a par value of One Cent (\$0.01) per share, shall be of a class designated "Preferred Stock." The Preferred Stock may be issued from time to time in one or more series. The Board of Directors is expressly authorized to fix, by resolution or resolutions providing for the issuance of any series of Preferred Stock, the number of shares included in such series and the voting powers, privileges, designations, preferences and relative, participating, optional or other special rights, if any, of such series, and the qualifications, limitations or restrictions thereof, and to increase or decrease the number of shares of such series (but not below the number of shares thereof outstanding).

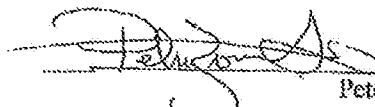
V

(Statement of Conversion)


The name of the converting California limited liability company is Oetzi3300, LLC. The limited liability company's California Secretary of State file number is 200913810273. The principal terms of the plan of conversion were approved by a vote of the members which equalled or exceeded the vote required

under Section 17540.3, specifying each class entitled to vote and the percentage vote required of each class. The limited liability company is converting into a California stock corporation

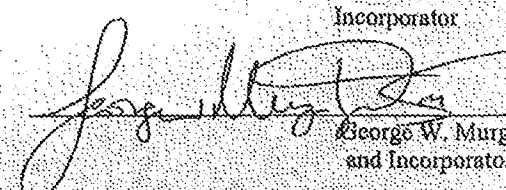
It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.



Peter Zouck, Manager of Oetzi3300, LLC and
Incorporator



Ludovic Makhroux, Manager of Oetzi3300, LLC and
Incorporator



George W. Murgatroyd III, Manager of Oetzi3300, LLC
and Incorporator



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

JAN 8 2012

Date _____

John Brown
JOHN BROWN, Secretary of State

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATIONENDORSED - FILED
In the office of the Secretary of State
of the State of California

JAN 04 2012

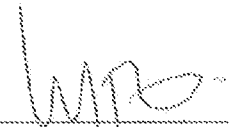
The undersigned certify that:

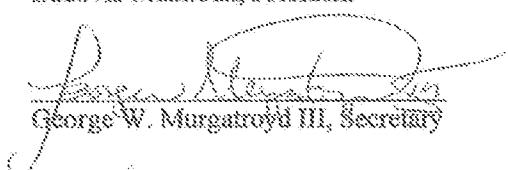
1. They are the president and the secretary, respectively, of OETZ13300, INC.
2. Article one of the Articles of Incorporation of this corporation is amended to read as follows:

The name of the corporation is OTZ Shoes, Inc.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has issued no shares.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 01/4/12

Ludovic Malmoux, President

George W. Murgatroyd III, Secretary



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

JAN 05 2012

Date: _____

Christa Brown
CHRISTA BROWN, Secretary of State