

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|---|-------------------------------------|----------------|----------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Conversion | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Numi, LLC | | 10/18/2007 | LIMITED LIABILITY COMPANY: |
| RECEIVING PARTY DATA | | | |
| Name: | NUMI LLC | | |
| Street Address: | 1050 22nd Avenue | | |
| City: | Oakland | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94606 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3253721 | LEAVES OF ART | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2126618002 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 212-661-8000 | | |
| Email: | info@lmiplaw.com | | |
| Correspondent Name: | Lucas & Mercanti, LLP | | |
| Address Line 1: | 475 Park Avenue South | | |
| Address Line 2: | 15th Floor | | |
| Address Line 4: | New York, NEW YORK 10016 | | |
| ATTORNEY DOCKET NUMBER: | 724.1020 | | |
| NAME OF SUBMITTER: | Michael N. Mercanti | | |
| Signature: | /MNM/ | | |

OP \$40.00 3253721

Date:

06/05/2013

Total Attachments: 4

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| DATE: | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|------------|--------------|--|--------|--------|---------|------|------|
| 10/19/2007 | 200729200174 | CONVERTING OUT TO UNLICENSED FOREIGN LLC (VXL) | 125.00 | 100.00 | .00 | .00 | .00 |

Receipt

This is not a bill. Please do not remit payment.

CORPORATION SERVICE COMPANY
ATTN: LISA VAIDO
887 SOUTH HIGH STREET
COLUMBUS, OH 43206

STATE OF OHIO
CERTIFICATE
Ohio Secretary of State, Jennifer Brunner

1046841

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

NUMI, L.L.C.

and, that said business records show the filing and recording of:

Document(s)

CONVERTING OUT TO UNLICENSED FOREIGN LLC

Document No(s):

200729200174



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 18th day of October, A.D.
2007.

Ohio Secretary of State



Prescribed by
Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

| | |
|------------------------------------|---|
| Mail Form to one of the Following: | |
| <input type="radio"/> Expedite | P.O. Box 1390 Columbus, OH 43216 <small>*** Requires an additional \$190.00 fee ***</small> |
| <input type="radio"/> Non Expedite | P.O. Box 1329 Columbus, OH 43216 |

CERTIFICATE OF CONVERSION
FOR ENTITIES CONVERTING WITHIN OR OFF THE RECORDS OF THE OHIO SECRETARY OF STATE
Filing Fee \$125.00

Pursuant to 1701.811, 1705.381, 1775.55, and 1782.4310 of the Revised Code for the State of Ohio, (as applicable), the undersigned converting business entity does hereby submit these Articles of Conversion for the purpose of converting to a different business entity.

| | | | | | | | | | | | |
|--|---|---|--|--|--|--|---|---|--|--|---|
| <p>Box 1 <input type="checkbox"/> Converting Within The Records of the Ohio Secretary of State</p> | <p>Box 2 <input checked="" type="checkbox"/> Converting Off The Records of the Ohio Secretary of State <small>182.923</small></p> | | | | | | | | | | |
| <p>Complete the information in this section if Box 1 or Box 2 is checked above</p> | | | | | | | | | | | |
| <p>The name of the converting business entity is <u>Numi, L.L.C.</u> existing under the laws of the state or country of <u>Ohio</u></p> | | | | | | | | | | | |
| <p>The converting business entity is (Check One)</p> <table border="0"> <tr> <td><input type="checkbox"/> Domestic Corporation</td> <td><input checked="" type="checkbox"/> Domestic Limited Liability Co.</td> </tr> <tr> <td><input type="checkbox"/> Domestic Partnerships</td> <td><input checked="" type="checkbox"/> Domestic Limited Partnership</td> </tr> <tr> <td><input type="checkbox"/> Foreign Corporation</td> <td><input type="checkbox"/> Domestic Limited Liability Partnership</td> </tr> <tr> <td><input type="checkbox"/> Foreign Limited Liability Co.</td> <td><input type="checkbox"/> Foreign Limited Partnership</td> </tr> <tr> <td><input type="checkbox"/> Foreign Limited Liability Partnership</td> <td><input type="checkbox"/> Business Trust</td> </tr> </table> | | <input type="checkbox"/> Domestic Corporation | <input checked="" type="checkbox"/> Domestic Limited Liability Co. | <input type="checkbox"/> Domestic Partnerships | <input checked="" type="checkbox"/> Domestic Limited Partnership | <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Domestic Limited Liability Partnership | <input type="checkbox"/> Foreign Limited Liability Co. | <input type="checkbox"/> Foreign Limited Partnership | <input type="checkbox"/> Foreign Limited Liability Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Domestic Corporation | <input checked="" type="checkbox"/> Domestic Limited Liability Co. | | | | | | | | | | |
| <input type="checkbox"/> Domestic Partnerships | <input checked="" type="checkbox"/> Domestic Limited Partnership | | | | | | | | | | |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Domestic Limited Liability Partnership | | | | | | | | | | |
| <input type="checkbox"/> Foreign Limited Liability Co. | <input type="checkbox"/> Foreign Limited Partnership | | | | | | | | | | |
| <input type="checkbox"/> Foreign Limited Liability Partnership | <input type="checkbox"/> Business Trust | | | | | | | | | | |
| <p>The converting entity hereby states they have complied with all laws under the state in which it exists. Furthermore, said law permits for said conversion.</p> | | | | | | | | | | | |
| <p>The resulting business entity is (Check One)</p> <table border="0"> <tr> <td><input type="checkbox"/> Domestic Corporation</td> <td><input checked="" type="checkbox"/> Domestic Limited Liability Co.</td> </tr> <tr> <td><input type="checkbox"/> Domestic Partnerships</td> <td><input checked="" type="checkbox"/> Domestic Limited Partnership</td> </tr> <tr> <td><input type="checkbox"/> Foreign Corporation</td> <td><input type="checkbox"/> Domestic Limited Liability Partnership</td> </tr> <tr> <td><input checked="" type="checkbox"/> Foreign Limited Liability Co.</td> <td><input type="checkbox"/> Foreign Limited Partnership</td> </tr> <tr> <td><input type="checkbox"/> Foreign Limited Liability Partnership</td> <td><input type="checkbox"/> Business Trust</td> </tr> </table> | | <input type="checkbox"/> Domestic Corporation | <input checked="" type="checkbox"/> Domestic Limited Liability Co. | <input type="checkbox"/> Domestic Partnerships | <input checked="" type="checkbox"/> Domestic Limited Partnership | <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Domestic Limited Liability Partnership | <input checked="" type="checkbox"/> Foreign Limited Liability Co. | <input type="checkbox"/> Foreign Limited Partnership | <input type="checkbox"/> Foreign Limited Liability Partnership | <input type="checkbox"/> Business Trust |
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| <input type="checkbox"/> Domestic Partnerships | <input checked="" type="checkbox"/> Domestic Limited Partnership | | | | | | | | | | |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Domestic Limited Liability Partnership | | | | | | | | | | |
| <input checked="" type="checkbox"/> Foreign Limited Liability Co. | <input type="checkbox"/> Foreign Limited Partnership | | | | | | | | | | |
| <input type="checkbox"/> Foreign Limited Liability Partnership | <input type="checkbox"/> Business Trust | | | | | | | | | | |
| <p>The name of the resulting business entity is <u>Numi LLC</u> existing under the laws of state or country of <u>Delaware</u></p> | | | | | | | | | | | |
| <p>The effective date of conversion will be upon filing, unless a date is specified _____ (See Instructions) Date</p> | | | | | | | | | | | |
| <p>The name and address of the person or entity that will provide a copy of the declaration of conversion upon written request:</p> <p><u>Ahmed Rahim, 1050 22nd Avenue</u> <small>Name & Address</small></p> <p><u>Oakland, CA 94620-0420</u> <small>City State Zip Code</small></p> | | | | | | | | | | | |

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SECRETARY OF STATE
2007 OCT 18 PM 3:40
CLIENT SERVICE CENTER

Required Information that must accompany conversion certificate if Box 1 is checked.

If the conversion creates a new domestic corporation, limited liability company, limited partnership or a partnership having limited liability, attach the form prescribed by the secretary of state for the specific entity type to the certificate of conversion. (See Instructions)

Required Information that must accompany conversion certificate if Box 2 is checked.

If the converting entity is a domestic or foreign entity that will not be licensed in this state, provide the name and address of the statutory agent upon whom any process, notice or demand may be served:

CSC- Lawyers Incorporating Service (Corporation Service Company)


Name of Statutory Agent

| | | |
|----------------------------------|---------------------|-------------------------|
| 50 West Broad Street, Suite 1800 | Columbus | Ohio 43215 |
| <small>Street Address</small> | <small>City</small> | <small>Zip Code</small> |

If the converting entity is a domestic or foreign corporation licensed to transact business in Ohio, and converting off the records, the certificate of conversion must be accompanied by the affidavits herein attached. (See Instructions)

IN WITNESS WHEREOF, the declaration of conversion is authorized on behalf of the converting entity and that each person signing the certificate of conversion is authorized to do so.

Must be signed by:
An authorized representative(s)



Authorized Representative

Managing Member

Title

Authorized Representative

Title

Authorized Representative

Title

**OHIO DECLARATION OF CONVERSION
OF AN OHIO LIMITED LIABILITY COMPANY
TO A DELAWARE LIMITED LIABILITY COMPANY**

1. The name of the Ohio limited liability company that is being converted is Numi, L.L.C. (the "Converting Entity"), which was formed in Ohio on December 4, 1998.
2. The name of the Delaware limited liability company into which the entity will be converted is Numi LLC (the "Converted Entity").
3. The registered office in the State of Delaware of the Converted Entity is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, 19808, and its registered agent at such address is Corporation Service Company.
4. The Converted Entity hereby consents to be sued and served with process in Ohio, and hereby irrevocable appoints the Ohio Secretary of State as its agent to accept service of process in Ohio on its behalf, and to enforce against the Converted Entity any obligation of the Converting Entity or to enforce the rights of a dissenting member of the Converting Entity.
5. At the effective time of the conversion, each outstanding membership unit in the Converting Entity shall be converted into an equal common unit in the Converted Entity, and each outstanding economic unit in the Converting Entity shall be converted into an equal economic unit in the Converted Entity.

IN WITNESS WHEREOF, the undersigned has executed this Declaration of Conversion on the 18th day of October, 2007

By: _____
Name: Ahmed Rahim
Title: Managing Member