

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM384728

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tear Film Innovations, LLC		11/24/2014	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	Tear Film Innovations, Inc.		
Street Address:	12625 High Bluff Dr., Ste 107		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92130		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	86040541	BLEPHARX	
Serial Number:	86040566	BLEPHRX	
Serial Number:	86040593	ILUX	
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:	619-578-9876		
Email:	mshevlin@cox.net		
Correspondent Name:	Michael R Shevlin		
Address Line 1:	9330 Fletcher Drive		
Address Line 4:	La Mesa, CALIFORNIA 91941		
NAME OF SUBMITTER:	Michael R Shevlin		
SIGNATURE:	/Michael R Shevlin/		
DATE SIGNED:	05/18/2016		
Total Attachments: 4			
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PLAN OF CONVERSION

CONVERTING

TEAR FILM INNOVATIONS LLC,
a California limited liability company

INTO

TEAR FILM INNOVATIONS, INC.,
a California corporation

THIS PLAN OF CONVERSION, dated as of November 24, 2014 (this "*Plan of Conversion*"), is made and entered into by the undersigned manager and sole member of Tear Film Innovations LLC, a California limited liability company (the "*Company*"), with reference to the following facts:

A. The Company currently exists as a limited liability company under the laws of the State of California.

B. The undersigned manager and sole member of the Company desires to convert the Company into a corporation organized and existing under the laws of the State of California.

C. Pursuant to Article 10 of the California Revised Uniform Limited Liability Company Act, the undersigned manager and sole member of the Company desires to adopt and approve this Plan of Conversion.

NOW, THEREFORE, in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned manager and sole member of the Company hereby adopts and approves this Plan of Conversion and agrees that the Company shall be converted from a California limited liability company into a California corporation in accordance with relevant provisions of the laws of the State of California and this Plan of Conversion, as follows:

ARTICLE I
THE ENTITIES

1.1 Converting Entity. The name of the Company is Tear Film Innovations LLC. The Company is a limited liability company formed and existing under the laws of the State of California. The Company was formed under the laws of the State of California on July 20, 2011.

1.2 The Converted Entity. The proposed name of the entity into which the Company will be converted is Tear Film Innovations, Inc. (the "*Converted Entity*"). The Converted Entity will be a corporation organized and existing under the laws of the State of California.

DOCS 119279-000001/2031476.4

ARTICLE II THE CONVERSION

2.1 The Conversion. Subject to the terms and conditions set forth in this Plan of Conversion and in accordance with Article 10 of the California Revised Uniform Limited Liability Company Act and Chapter 11.5 of the California General Corporation Law, at the Effective Time (as defined hereinafter), the Company shall be converted into the Converted Entity (the "*Conversion*").

2.2 Filing and Effectiveness. The Company shall prepare and file Articles of Incorporation with Statement of Conversion, in substantially the form attached hereto as Exhibit A (the "*Articles of Incorporation*"), with the Secretary of State of the State of California in accordance with Section 17710.06 of the California Revised Uniform Limited Liability Company Act and Section 1157 of the California General Corporation Law. The Conversion shall become effective upon the filing of the Articles of Incorporation (the "*Effective Time*").

2.3 Effect of the Conversion. At the Effective Time, the Conversion shall have the effects set forth in Section 17710.09 of the California Revised Uniform Limited Liability Company Act and Section 1158 of the California General Corporation Law.

2.4 Board of Directors and Officers of the Converted Entity. The initial board of directors of the Converted Entity shall consist of Brian Kelleher, Dennis Doucette, and one vacancy, to hold office in accordance with the Articles of Incorporation and Bylaws of the Converted Entity. The following individual shall hold the offices of the Converted Entity, in accordance with the Articles of Incorporation and Bylaws of the Converted Entity, as follows: Brian Kelleher shall be the initial President, Treasurer and Secretary.

2.5 Conversion of Securities. At the Effective Time, by virtue of the Conversion and without any action on the part of the Company, any member of the Company or the Converted Entity, each one percent (1%) of the Percentage Interests, as such term is defined in that certain Amended and Restated Operating Agreement of the Company dated as of August 8, 2013 (the "Operating Agreement") (or security convertible into one percent (1%) of the Percentage Interests) outstanding immediately prior to the Effective Time shall be converted into and be exchanged for 80,000 newly and validly issued, fully paid and nonassessable shares of common stock of the Converted Entity (or security convertible into 80,000 such shares, as applicable), such that one hundred percent (100%) of the Percentage Interests will be converted into 8,000,000 shares of Common Stock of the Converted Entity. For avoidance of doubt, any Economic Interests (as such term is defined in the Operating Agreement) shall be terminated as of the Effective Time, and shall not be converted into any equity interests of the Converted Entity.

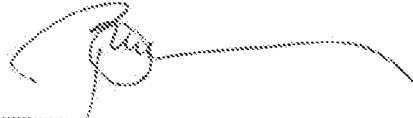
ARTICLE III MISCELLANEOUS

3.1 Amendment. This Plan of Conversion may only be amended prior to the Effective Time pursuant to an instrument in writing signed by the undersigned.

3.2 Governing Law. This Plan of Conversion shall be governed by the internal laws of the State of California.

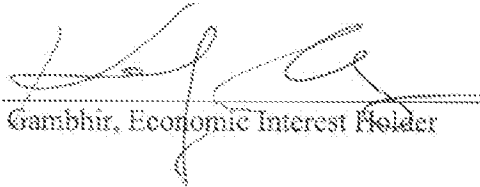
IN WITNESS WHEREOF, the undersigned has executed this Plan of Conversion as of the date first set forth above.

MANAGER AND SOLE MEMBER:



Brian Kelleher

Acknowledged and Agreed:



Kabir Gambhir, Economic Interest Holder

EXHIBIT A

Articles of Incorporation with Statement of Conversion

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