

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Certificate of Conversion

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
SKINIT, INC.		07/14/2010	CORPORATION: NEVADA

**RECEIVING PARTY DATA**

Name:	SKINIT, INC.
Street Address:	8969 Kenamar Drive
Internal Address:	Suite 108
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92121
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 21**

Property Type	Number	Word Mark
Registration Number:	3241843	SKINIT.COM
Registration Number:	3427794	BLING YOUR SKIN
Registration Number:	3427795	BLINGSKIN
Serial Number:	77765493	CUSTOMERIZER
Registration Number:	3733009	CUSTOMIZER
Serial Number:	77135925	FABRIC SKIN
Registration Number:	3367698	G GLOBAL WIRELESS ENTERTAINMENT
Serial Number:	77899212	MAKE IT YOURS
Serial Number:	77755714	PERSONALIZATION STATION
Serial Number:	77882801	POWERING PERSONALIZATION
Registration Number:	3616638	SKINARIOS
Registration Number:	3279765	SKINIT
Registration Number:	3251276	SKINIT

CH \$540.00 3241843

Registration Number:	3703440	SKINIT WALL SKINS
Registration Number:	3763785	SKINIT-CHANGING THE FACE OF CONSUMER ELECTRONICS
Serial Number:	77313118	STIKIFOTO
Registration Number:	3723604	TAILGATE PACK
Serial Number:	77789568	WEBRACER
Registration Number:	3273498	WHAT'S YOUR SKIN?
Serial Number:	77680679	YOU CUT
Serial Number:	85105639	PROCHART

**CORRESPONDENCE DATA**

Fax Number: (703)760-7777  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 415-268-6810  
Email: trademark-dc@mofo.com  
Correspondent Name: Rosemary S. Tarlton  
Address Line 1: 1650 Tysons Boulevard  
Address Line 2: Suite 400  
Address Line 4: McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:	58533-6001.000
NAME OF SUBMITTER:	Rosemary S. Tarlton
Signature:	/Rosemary S. Tarlton/
Date:	08/18/2010

Total Attachments: 4  
source=Skinit - Certificate of Conversion#page1.tif  
source=Skinit - Certificate of Conversion#page2.tif  
source=Skinit - Certificate of Conversion#page3.tif  
source=Skinit - Certificate of Conversion#page4.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 NEVADA CORPORATION UNDER THE NAME OF "SKINIT, INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JULY, A.D. 2010, AT 8:29 O'CLOCK A.M.

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



4847730 8100V

100739168

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8111184

DATE: 07-14-10

TRADEMARK  
REEL: 004263 FRAME: 0251

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE CORPORATION  
TO A DELAWARE CORPORATION  
PURSUANT TO SECTION 265 OF THE  
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Nevada.
- 2.) The jurisdiction immediately prior to filing this Certificate is Nevada.
- 3.) The date the Non-Delaware Corporation first formed is October 13, 2003.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Skinit, Inc.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Skinit, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation has executed this Certificate on the 14 day of July, A.D. 2010.

SKINIT, INC.

By: 

Name: Greg Wimmer  
Greg Wimmer

Title: Chief Financial Officer  
Chief Financial Officer



ROSS MILLER:  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4520  
 (775) 684 5708  
 Website: www.nvsos.gov



\*140301\*

**Articles of Conversion**  
 (PURSUANT TO NRS 92A.205)  
 Page 1

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number <b>20100516870-80</b>
	Filing Date and Time <b>07/14/2010 8:40 AM</b>
	Entity Number <b>C24986-2003</b>

USE BLACK INK ONLY -DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Articles of Conversion**  
 (Pursuant to NRS 92A.205)

**1. Name and jurisdiction of organization of constituent entity and resulting entity:**

Skinit, Inc. Name of constituent entity	
Nevada Jurisdiction	Corporation Entity type *
and,	
Skinit, Inc. Name of resulting entity	
Delaware Jurisdiction	Corporation Entity type *

**2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.**

**3. Location of plan of conversion: (check one)**

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

\* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1  
 Revised: 10-18-09



ROSS MILLER  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4520  
 (775) 684-5700  
 Website: www.nvsoe.gov

**Articles of Conversion**  
 (PURSUANT TO NRS 92A.205)  
 Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

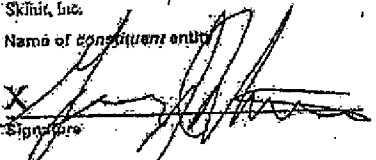
Attn: Secretary  
 c/o: Skinit, Inc.  
 3969 Karamar Drive  
 Suite 108  
 San Diego, CA 92121

5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240): July 14, 2010

6. Signatories - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited liability limited partnership; a manager of each Nevada limited liability company with managers or one member if there are no managers; a trustee of each Nevada Business Trust; a managing partner of a Nevada limited liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Skinit, Inc.  
 Name of constituent entity

 C.F.O.  
 Signature Title

July 14, 2010  
 Date

\* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

**FILING FEE: \$350.00**

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.  
 Nevada Secretary of State 92A Conversion Page 2  
 Revised: 10-16-09  
 This form must be accompanied by appropriate fees.