

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
Kindercare Learning Centers, Inc.		05/02/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Kindercare Learning Centers LLC		
Street Address:	650 NE Holladay Street		
City:	Portland		
State/Country:	OREGON		
Postal Code:	97232		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3925621	KINDERCARE	
Registration Number:	3733415	KINDERCARE	
CORRESPONDENCE DATA			
Fax Number:	2156657273		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2156657273		
Email:	cmiller@cozen.com		
Correspondent Name:	Camille M. Miller		
Address Line 1:	1900 Market Street		
Address Line 2:	IP Department		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
ATTORNEY DOCKET NUMBER:	KLC0647/228555		
NAME OF SUBMITTER:	Camille M. Miller		
Signature:	/Camille M. Miller/		

CH \$65.00 3925621

TRADEMARK

Date:

11/05/2012

Total Attachments: 2

source=KinderCare to KinderCare LLC.pdf#page1.tif

source=KinderCare to KinderCare LLC.pdf#page2.tif

Delaware

PAGE 1

The First State

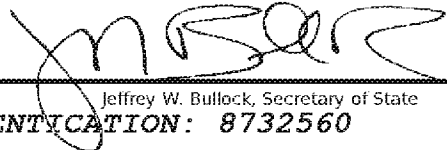
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "KINDERCARE LEARNING CENTERS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "KINDERCARE LEARNING CENTERS, INC." TO "KINDERCARE LEARNING CENTERS LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF MAY, A.D. 2011, AT 8:50 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SECOND DAY OF MAY, A.D. 2011, AT 9 O'CLOCK A.M.

2107446 8100V

110477567




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8732560

DATE: 05-02-11

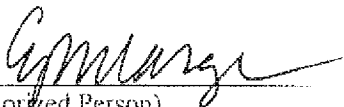
You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004894 FRAME: 0289

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the corporation first formed is:
November 14, 1986
4. The name of the Corporation immediately prior to filing this Certificate is:
KinderCare Learning Centers, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is:
KinderCare Learning Centers LLC
6. The conversion shall become effective at 9:00am EDT on May 02, 2011
(the "Conversion Effective Time").

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
on May 02, 2011.



(Authorized Person)
Name: Elizabeth Large
Title: Executive Vice President, General Counsel,
and Corporate Secretary