

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM379620

| | | | |
|---|--|-----------------------|--------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Soothe LLC | | 08/08/2014 | Limited Liability Company: NEVADA |
| RECEIVING PARTY DATA | | | |
| Name: | Soothe, Inc. | | |
| Street Address: | 7998 Santa Monica Blvd. | | |
| City: | West Hollywood | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90046 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4520951 | SOOTHE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2026257001 | | |
| <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: | 202-625-7000 | | |
| Email: | trademarks@aplegal.com | | |
| Correspondent Name: | Debora McCormick / Greenberg & Lieberman | | |
| Address Line 1: | 1775 Eye Street NW, Suite 1150 | | |
| Address Line 4: | Washington, D.C. 20006 | | |
| ATTORNEY DOCKET NUMBER: | 5008-1 | | |
| NAME OF SUBMITTER: | Debora J. McCormick | | |
| SIGNATURE: | /Debora McCormick/ | | |
| DATE SIGNED: | 04/06/2016 | | |
| Total Attachments: 3 | | | |
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| source=ARTICLES OF CONVERSION#page2.tif | | | |
| source=ARTICLES OF CONVERSION#page3.tif | | | |

OP \$40.00 4520951



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

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

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:

Soothe LLC

Name of constituent entity

Nevada

Jurisdiction

limited-liability company

Entity type *

and,

Soothe, 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 .



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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:

c/o:

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

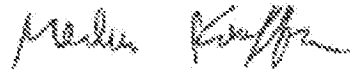
Date: Time:

6. Signatures - 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.

Name of constituent entity

X 

 Signature

 Title

 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.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2

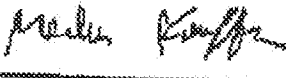
TRADEMARK
REEL: 005766 FRAME: 0445

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY
TO A CORPORATION
PURSUANT TO
SECTIONS 183 AND 265
OF THE DELAWARE GENERAL CORPORATION LAW

1. The name of the limited liability company immediately prior to filing this Certificate is SOOTHE LLC.
2. The jurisdiction where the limited liability company first formed is Nevada.
3. The jurisdiction of the limited liability company immediately prior to filing of this Certificate is Nevada.
4. The date the limited liability company first formed is April 30, 2013.
5. The name of the Corporation as set forth in the Delaware Certificate of Incorporation is SOOTHE, INC.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting limited liability company has executed this Certificate of Conversion on the 8th day of August, 2014.

SOOTHE LLC

By: 
Merlin Kauffman
Member