

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
H2O Plus, L.P.		05/22/2008	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	H2O Plus, LLC
Street Address:	845 West Madison Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60607
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	77141117	SEA CLEAR
Serial Number:	78611524	OASIS
Registration Number:	1743830	
Registration Number:	2037872	~ H2O +
Registration Number:	2178830	~ H2O +
Registration Number:	2285726	~ H2O +
Registration Number:	2369660	MINT ICE
Registration Number:	2402304	BLACK ICE
Registration Number:	2780764	AQUAFIRM
Registration Number:	2805800	WATERWHITE
Registration Number:	2922771	THE SOURCE OF LIFE FOR YOUR SKIN
Registration Number:	2979030	WATER IS YOU
Registration Number:	3011660	AN OASIS OF WATER-BASED SKINCARE
Registration Number:	3121664	AQUALIBRIUM

CH \$390.00 77141117

Registration Number:	3218494	OASIS
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CORRESPONDENCE DATA

Fax Number: (646)728-2841
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212.596.9000
Email: tmfilings@fishneave.com
Correspondent Name: Nicholas J. Vogt
Address Line 1: Ropes & Gray LLP
Address Line 2: 1211 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036-8704

ATTORNEY DOCKET NUMBER:	8375-124
NAME OF SUBMITTER:	Nicholas J. Vogt
Signature:	/Nicholas J. Vogt/
Date:	05/28/2008

Total Attachments: 2
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, 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 LIMITED PARTNERSHIP UNDER THE NAME OF "H2O PLUS, L.P." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "H2O PLUS, L.P." TO "H2O PLUS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MAY, A.D. 2008, AT 3:40 O'CLOCK P.M.



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080590990

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6610525

DATE: 05-22-08

TRADEMARK
REEL: 003784 FRAME: 0356

STATE of DELAWARE

CERTIFICATE OF CONVERSION

OF

H2O PLUS, L.P.

TO

H2O PLUS, LLC

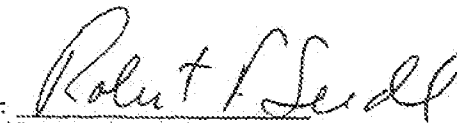
*Pursuant to Title 6, Chapter 18, Section 214
of the Delaware Code*

This Certificate of Conversion of H2O Plus, L.P. (the "Partnership") is being duly executed and filed by an authorized person of H2O Plus, L.P. to convert the Partnership to a limited liability company formed under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, *et seq.*), as amended from time to time.

1. The name of the Partnership is H2O Plus, L.P.
2. The Partnership was organized in Delaware on April 27, 1993, under the name MWM Plus, L.P.
3. The name of the limited liability company, as set forth in its Certificate of Formation, will be H2O Plus, LLC.
4. This Certificate of Conversion shall be effective upon the filing of this Certificate and the Certificate of Formation with the office of the Secretary of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the 22-day of May, 2008.

By:



Name: Robert Seidl
Title: Authorized Person