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Form PTO-1504

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VER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Honorable Commission

100742164

Record the attached original documents or copy hereof.

1. Name of conveying party(ies):

Auburn Sportswear, Inc.

- Individual(s)
- General Partnership
- Corporation-State Alabama
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached Yes No

2. Name and address of receiving party(ies):

Name: Hartwell Sports, Inc.

Address: 97 Winfield Circle

City: Georgia State: GA Zip: 30643

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Alabama
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & addresses attached?

Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 14, 1997

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/295,071

B. Trademark Registration No.(s).

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lawrence E. Apolzon

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 633 Third Ave.

City: New York State: NY Zip: 10017

6. Total number of applications and registration involved:..... 1

7. Total fee (37 CFR 3.41) \$40.00

- Enclosed
 - Authorized to be charged to deposit account
- (Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

(Attach duplicate copy of this page if paying by deposit account)

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40.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lawrence E. Apolzon
Name of Person Signing

[Signature]
Signature

6/10/98
Date

Total number of pages comprising cover sheet: _____

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office discloses that Auburn Sportswear, Inc. incorporated in Lee County, Auburn, Alabama on November 25, 1975; that on November 14, 1997 Hartwell Sports, Inc., a Georgia non-qualified corporation, merged into Auburn Sportswear, Inc. changing its name to Hartwell Sports, Inc. I further certify that the records do not disclose that said Hartwell Sports, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

05/06/98

Date

Jim Bennett

Jim Bennett

Secretary of State

TRADEMARK