

MEO 7.6.98



100763188

To the Honorable Commissioner of Pa.

ached original documents or copy thereof.

1. Name of conveying party(ies):

CRADLE TOGS INC.

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

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

3. Nature of conveyance:

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

Execution Date: September 3, 1997

2. Name and address of receiving party(ies)

Name: CHILDREN'S APPAREL NETWORK, LTD.

Internal Address:

Street Address: 77 South First Street

City: Elizabeth State: NJ ZIP: 07206

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

74/593,653
75/149,361
75/398,487

B. Trademark Registration No.(s)

1,523,581	1,202,822	2,012,816	740,973
1,389,990	1,306,020	2,040,061	878,738
1,681,266	1,853,699	376,331	
1,152,489	1,949,540	665,422	

Additional numbers attached? Yes No

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

Name: Chester Rothstein, Esq.

Internal Address: AMSTER, ROTHSTEIN & EBENSTEIN

Street Address: 90 Park Avenue

City: New York State: NY ZIP: 10016

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 3.41).....\$ 440.00

Enclosed

Authorized to be charged to deposit account

Any additional fees should be charged to:

8. Deposit account number:

01-1785

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

07-14-1998 INQUIRY 00000249 1523501

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 UP
400.00 EP

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.

Chester Rothstein

Name of Person Signing

Signature

June 30, 1998

Date

Total number of pages including cover sheet, attachments, and document:

3

F 970910000 007

RECEIVED
SEP 13 2 30 PM '97

RECEIVED
SEP 10 2 20 PM '97

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
CRADLE TOGS INC.

Under Section 805 of the Business Corporation
Law of the State of New York

UNFILED
BILLED

STATE OF NEW YORK
DEPARTMENT OF STATE

SEP 10, 1997

FILED
TAXES
BY: WAT

My

Fishbach Herten & Ives
919 Third Avenue
New York, New York 10022

3

TRADEMARK
REEL: 1752 FRAME: 0721

970910000 007

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CRADLE TOGS INC.

970910000 001

UNI-37

Under Section 805 of the
Business Corporation Law

Pursuant to the provisions of Section 805 of the Business Corporation law, the undersigned, being the sole shareholder of the corporation, hereby certifies:

FIRST: The name of the corporation is:

Cradle Togs Inc.

SECOND: The Certificate of Incorporation was filed by the Secretary of State of New York on February 15, 1955 under the name Cradle 'Craft Inc.

THIRD: That the amendment to the Certificate of Incorporation effected by this Certificate is as follows:

Paragraph FIRST of the Certificate of Incorporation, setting forth the name of the corporation, is hereby amended to read as follows:

"FIRST: The name of the corporation is:

Children's Apparel Network, Ltd.

FOURTH: That the amendment of the Certificate of Incorporation is authorized by the unanimous written consent of the holders of all the outstanding shares of the corporation entitled to vote, said authorization being subsequent to the affirmative vote of the Board of Directors.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the Statements made herein are true under the penalties of

perjury, this 3rd day of September, 1997.

/s/ Jack I. Maleh
Jack I. Maleh, Vice President

/s/ Murray Maleh
Murray Maleh, Secretary

State of New York }
Department of State }^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on SEP 12 1997



A handwritten signature in cursive script, appearing to read "J. Glavin", followed by a horizontal line extending to the right.

Special Deputy Secretary of State

DOS-1266 (5/96)

AMSTER, ROTHSTEIN & EBENSTEIN

COUNSELORS AT LAW

PATENTS • TRADEMARKS • COPYRIGHTS

90 PARK AVENUE

NEW YORK, NEW YORK 10016

(212) 697-5995

JESSE ROTHSTEIN (RETIRED)

INTERNATIONAL DEPARTMENT

DAVID R. BROWN*

PATRICK E. BOLAND**

FACSIMILE NOS.

212-286-0854

212-286-0082

*NON-LAWYER

**NOT ADMITTED

IN NEW YORK

MORTON AMSTER
DANIEL S. EBENSTEIN
PHILIP H. GOTTFRIED
MICHAEL J. BERGER
NEIL M. ZIPKIN
ANTHONY F. LOCICERO
JOEL E. LUTZKER
KAREN ARTZ ASH
KENNETH P. GEORGE
ABRAHAM KASDAN, PH.D.
LEONARD S. SORGI

NEAL L. ROSENBERG
IRA E. SILFIN
LAURIE J. GENTILE
CHESTER ROTHSTEIN
DAVID H. KAGAN
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NEAL S. GREENFIELD
DONNA L. ANGOTTI
JANE UNGARO
SIMON BOCK
JOSEPH M. CASINO
JOHN S. ECONOMOU**
BETH KOTRAN**
JOHN C. GARCES
MARK J. ROSENBERG

June 30, 1998

Honorable Commissioner
of Patents and Trademarks
Washington, D.C. 20231

Box: Assignments

Re: CHILDREN'S APPAREL NETWORK, LTD.
Change of Name
U.S. Trademark Portfolio
Our File: 26700/1

Sir:

Enclosed for recordation are the following:

1. Certificate of Amendment changing the name of corporation from Cradle Togs, Inc. to Children's Apparel Network, Ltd.;
2. Trademark Recordation Form Cover Sheet; and,
3. \$440.00 Amster, Rothstein & Ebenstein check in payment of the required recordation fee

If any further fee is required in this matter, kindly charge the same to Deposit Account No. 01-1785.

39566.2

TRADEMARK
REEL: 1752 FRAME: 0725

Honorable Commissioner
of Patents and Trademarks

-2-

June 30, 1998

Please stamp the enclosed postal card and return the same to the attention of the undersigned to serve as a receipt for our records.

Respectfully submitted,

AMSTER, ROTHSTEIN & EBENSTEIN

A handwritten signature in black ink, appearing to read "Chester Rothstein", written in a cursive style.

Chester Rothstein

CPR/an
Enclosures

39566.2

TRADEMARK
REEL: 1752 FRAME: 0726

AMSTER, ROTHSTEIN & EBENSTEIN

MORTON AMSTER
DANIEL S. EBENSTEIN
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-2-

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Chester Rothstein

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RECORDED: 07/06/1998

TRADEMARK
REEL: 1752 FRAME: 0728