



11-09-1999

U.S. Patent & TMOfo/TM Mail Ropt Dt. #55

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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

i. Name of conveying party(ies):

The Michael Kors Company L.P.

- Individual(s)
- General Partnership
- Corporation-State
- 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: 2/9/99

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

Name: Michael Kors, L.L.C.

Internal Address:

Street Address: 550 Seventh Avenue

City: New York State: NY ZIP: 10018

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware Limited Liability Company

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 registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,977,507  
2,049,326

Additional numbers attached?  Yes  No

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

Name: Peter L. Costas, Esquire

Internal Address:

Pepe & Hazard

Street Address: 225 Asylum Street

City: Hartford, State: CT ZIP: 06103

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):..... \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

03-3355

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

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01 FC:481  
02 FC:482

40.00 OP  
25.00 OP

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.

Peter L. Costas  
Name of Person Signing

Signature

Nov. 9, 1999

Date

Total number of pages comprising cover sheet:

3



11-09-1999

State of Delaware

PAGE 1

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #66

Office of the Secretary of State

I, EDWARD J. FREEL, 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 TO A DELAWARE LIMITED LIABILITY COMPANY OF "THE MICHAEL KORS COMPANY L.P.", CHANGING ITS NAME FROM "THE MICHAEL KORS COMPANY L.P." TO "MICHAEL KORS, L.L.C." FILED IN THIS OFFICE ON THE NINTH DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 0045405

2251584 8100V

991452131

10-26-99

TRADEMARK  
REEL: 001994 FRAME: 0254



11-09-1999

U.S. Patent & TMOfc/TM Mail Ropt Dt. #66

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 02/09/1999  
991051986 - 2251584

**CERTIFICATE OF CONVERSION  
OF LIMITED PARTNERSHIP  
TO LIMITED LIABILITY COMPANY**

(Under Section 18-214 of the Delaware Limited Liability Company Act)

It is hereby certified that:

1. The name of the limited partnership (the "Partnership") immediately prior to the filing of this Certificate of Conversion with the Secretary of State of the State of Delaware is The Michael Kors Company L.P.

2. The date on which and the jurisdiction where the limited partnership came into being are January 8, 1991, State of Delaware.

3. The Partnership is converted to a limited liability company whose name as set forth in its Certificate of Formation filed concurrently with this Certificate of Conversion in the Office of the Secretary of State of the State of Delaware is Michael Kors, L.L.C.

Executed on January 26, 1999

  
John Orchully, Authorized Person

Doc #. 000701.1