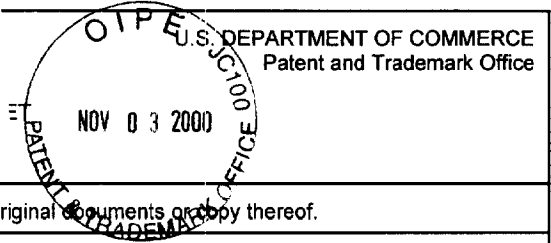


11-29-2000



101530942



MRD
11/3/00

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

1. Name of conveying party(ies):

S.T.L. Superga S.p.A.

- Individual Association
 - General Partnership Limited Partnership
 - Corporation-State
 - Other JOINT STOCK COMPANY OF ITALY
- Additional name(s) of conveying party(ies) attached? Yes No

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

Name SUPERGA S.r.l.

Internal Address: _____

Street Address: Via Verolengo, 28

City Torino

State Italy ZIP 10100

3. Name of Conveyance:

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

Execution Date: July 15, 1993

- Individual (s) citizenship _____
 - Association _____
 - General Partnership _____
 - Limited Partnership _____
 - Corporate-State _____
 - Other Limited Liability Company of Italy
- If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No (not needed & already of record for current owner)
- Additional name(s) & addresses(es) attached?
 Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,140,415

Additional numbers attached? Yes No

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

Name: G. Franklin Rothwell, Esquire

Internal Address: Rothwell, Figg, Ernst & Manbeck, P.C.
Suite 701 East Tower

Street Address: 555 13th Street, NW

City: Washington, D.C.

State: _____ Zip 20004

6. Total number of applications and registrations involved:

One (1)

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

Attach duplicate copy of this page if paying by deposit account

11/29/2000 MTHAI 00000021 1140415

DO NOT USE THIS SPACE

431 40.00 DP

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.

G. Franklin Rothwell, Esq.
Name of Person Signing

G.F. Rothwell
Signature

11.3.00
Date



TORINO : 22/05/95

CERTIFICATO N. : 0000042760

PAG. 1

S I C E R T I F I C A

CHE DAL REGISTRO DELLE DITTE, TENUTO DA QUESTA CAMERA DI COMMERCIO
AI SENSI DI LEGGE, RISULTA QUANTO SEGUE RELATIVAMENTE ALLA DITTA SOTTO INDICATA:

ISCRIZIONE ORDINARIA SU DENUNCIA DELLA DITTA R.D. N. 794006 DEL 06/07/1993

NATURA GIURIDICA: SOCIETA' PER AZIONI

DENOMINAZIONE: SUPERGA S.P.A.

SEDE: TORINO (TO) VIA VEROLENGO 28 CAP 10100

DATA DI TRASFERIMENTO: 07/06/1993

PROVINCIA DI PROVENIENZA: MILANO NUMERO R.D. 1389118

CODICE FISCALE: 10598840154

DATA COSTITUZIONE: 06/02/1992 DATA TERMINE: 31/12/2100

SCADENZA DEGLI ESERCIZI AL 31 DICEMBRE

ISCRIZIONE NEL REGISTRO DELLE IMPRESE DI MILANO

IN DATA: 23/03/1992

IL SOCIETA': 324187

CAPITALE SOCIALE-

DEBITI: 35.000.000.000 SOTT.: 35.000.000.000 VERS.: 35.000.000.000

TRASFORMATA DA SOCIETA' A RESPONSABILITA' LIMITATA

IN SOCIETA' PER AZIONI IL 14/01/1994

DATA INIZIO ATTIVITA': 03/09/1993

OGGETTO SOCIALE: LA PRODUZIONE ED IL COMMERCIO (ANCHE ATTRAVERSO LA GESTIO-
NE DI PUNTI VENDITA) DELLE CALZATURE IN TUTTO O IN PARTE IN GOMMA O IN ALTRI MA-
TERIALI, DI ARTICOLI IN GOMMA IN GENERE, DI ARTICOLI SPORTIVI E DI ABBIGLIAMENTO
SPORTIVO.

ATTIVITA':

PRODUZIONE E COMMERCIO ANCHE ATTRAVERSO LA GESTIONE DI PUNTI VENDITA, DELLE CAL-
ZATURE IN TUTTO O IN PARTE IN GOMMA O IN ALTRI MATERIALI, DI ARTICOLI IN GOMMA
IN GENERE, DI ARTICOLI SPORTIVI E DI ABBIGLIAMENTO SPORTIVO.

DITTA OPERANTE CON L'ESTERO

N.IT0052927 DEL 05/10/1993

POTERI DA STATUTO O DA PATTI SOCIALI

IL CONSIGLIO DI AMMINISTRAZIONE E' INVESTITO DEI POTERI DI ORDINARIA E STRAORDI-
NARIA AMMINISTRAZIONE

DEBITI DELLA FIRANCO

NATO A TORINO (TO) IL 07/01/1933

CODICE FISCALE DBNFNC3300ZL219R

SEDE A TORINO (TO) VIA VIOTTI 1 CAP 10100



CAMERA DI COMMERCIO
INDUSTRIA, ARTIGIANATO E AGRICOLTURA
DI TORINO

Imposta di bollo assolta in modo
virtuale - Autorizz. Intend. Finanza
Torino n. 26204 del 5/11/1975

TORINO : 22/05/95

CERTIFICATO N. : 0000042760

PAG. 2

PRESEDENTE DAL 23/04/1993

DURATA IN CARICA 3 ANNI

CON FIRMA E LEGALE RAPPRESENTANZA ED I POTERI COME MEGLIO SPECIFICATI NELL'ATTO
DEL 25.10.1993

MAMMOLA CARLO GIOVANNI

NATO A REGGIO CALABRIA (RC) IL 02/08/1959

COD. FISCALE MMMCLG59M02H224Y

RESIDENTE A MILANO (MI) VIA MARCHESI DE' TADDEI 4 CAP 20100

CONSIGLIERE DELEGATO DAL 23/04/1993

DURATA IN CARICA 3 ANNI

CON I POTERI DI CUI AL VERBALE DEL 23.04.1993

BENATTI MARIO

NATO A GONZAGA (MN) IL 17/06/1942

COD. FISCALE BNTMRA42H17E089X

RESIDENTE A MILANO (MI) VIA AURISPA 6 CAP 20100

CONSIGLIERE DELEGATO DAL 23/04/1993

DURATA IN CARICA 3 ANNI

CON I POTERI COME MEGLIO SPECIFICATI NELL'ATTO DEL 25.10.1993

DIRETTORE GENERALE DAL 15/12/1993

CON I POTERI DI CUI ALL'ATTO DEL 15.12.1993

MAZARIO ALBERTO

NATO A BIELLA (BI) IL 29/05/1950

COD. FISCALE ZRALRI50E29A0859N

RESIDENTE A MILANO (MI) VIA CALIFORNIA 11 CAP 20144

CONSIGLIERE DAL 23/04/1993

DURATA IN CARICA 3 ANNI

FERRANDO GIOVANNI

NATO A VALPERGA (TO) IL 05/08/1947

COD. FISCALE TRRGNN47M05L644I

RESIDENTE A PERUSTO (TO) VIA MONTIGLIANO 2 CAP 10080

PROCURATORE GENERALE DAL 18/11/1993

CON I POTERI DI CUI ALL'ATTO DEL 18.11.1993

DIRETTORE AMMINISTRATIVO DAL 15/12/1993

CON I POTERI DI CUI AL 15.12.1993

FORMAZIONI SUPPLEMENTARI

LA DITTA E' ISCRITTA AL TRIBUNALE DI TORINO DAL 06.07.1993 AL N. 2407/93

UNITA' LOCALE N. 0001 NEGOZIO

TORINO (TO) VIA VEROLENGO 12/N CAP 10149

DATA APERTURA: 20/01/1994

ATTIVITA' :

SEGUE

TRADEMARK
REEL: 002185 FRAME: 0656



TORINO : 22/05/95

CERTIFICATO N. : 0000042760

PAG. 3

COMMERCIO AL MINUTO DI ARTICOLI SPORTIVI (COMPRESO ABBIGLIAMENTO E CALZATURE TI-
PICI PER LO SPORT)

INFORMAZIONI DEL M.A.D. REGISTRO DITTE

DATA DENUNCIA (MM) 06/09/1993
15/07/1993 - DELIBERA DI FUSIONE MEDIANTE INCORPORAZIONE DI S.T.L. SUPERGA
S.P.A.

DATA DENUNCIA (MM) 01/10/1993
03/09/1993 - INIZIO ATTIVITA'

DATA DENUNCIA (MM) 24/11/1993
25/10/1993 - CONFERIMENTO POTERI A DEBENEDETTI FRANCO
- CONFERIMENTO POTERI A BENATTI MARIO

DATA DENUNCIA (MM) 01/12/1993
10/11/1993 - NOMINA O AMMISSIONE DI TERRANDO GIOVANNI, PROCURATORE GENERALE

DATA DENUNCIA (MM) 14/01/1994
15/12/1993 - ASSUNZIONE DELLA CARICAZE O QUALIFICAZE DI DIRETTORE GENERALE
PER BENATTI MARIO
- CONFERIMENTO POTERI A BENATTI MARIO
- ASSUNZIONE DELLA CARICAZE O QUALIFICAZE DI DIRETTORE GENERALE
PER TERRANDO GIOVANNI
- CONFERIMENTO POTERI A TERRANDO GIOVANNI

DATA DENUNCIA (MM) 17/01/1994
10/11/1993 - FUSIONE IN ESECUZIONE DELLA DELIBERA DEL 15/07/1993

DATA DENUNCIA (MM) 22/02/1994
20/01/1994 - APERTURA UNITA' LOCALE , TORINO (TO) VIA VEROLENGO 12/N

DATA DENUNCIA (MM) 01/03/1994
14/01/1993 - VARIAZIONE DELLA DENOMINAZIONE O RAGIONE SOCIALE DA SUPERGA
S.R.L.

14/01/1994 - TRASFORMAZIONE DELLA NATURA GIURIDICA DA SOCIETA' A
RESPONSABILITA' LIMITATA

DATA DENUNCIA (MM) 31/05/1994
25/05/1994 - REGOLARIZZAZIONE AI FINI AMMINISTRATIVI PER U.L. DI TORINO VIA
VEROLENGO 12/N

BOLLO	LIRE	30.000
DIRETTI DI SEGRETARIA	LIRE	7.000
TOTALE	LIRE	37.000



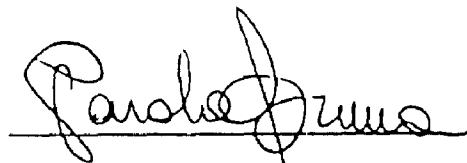
p. IL SEGRETARIO GENERALE

Paola Mendozzi
QUALIFICA FUNZIONALE

D E C L A R A T I O N

I, Bruna PAROLA, of 27 Corso Regio Parco, Turin, Italy, being fully conversant in both Italian and English, am qualified to translate the attached document from Italian into English and I certify that this is a true translation into the English language of the attached document.

Turin, 13 June 1995


Bruna Parola

TRANSLATION

Office's seal: CHAMBER OF COMMERCE, INDUSTRY,
CRAFTSMANSHIP, AGRICULTURE OF TURIN

Stamp fee paid once and for all under authorization
of the Revenue Office of Turin, No. 26204 of No-
vember 5, 1975

Date: 22 May 1995

Certificate No. 42760

IT IS HEREBY CERTIFIED

that the Register fo Firms and Companies kept by
this Chamber of Commerce according to the law,
shows the following in connection with the firm
hereinbelow indicated:

Ordinary recordal following a notification by the
company on the Registry of Companies No. 794006 of
6 July 1993

Legal status: Joint-stock company

Style: SUPERGA S.p.A.

Registered address: TORINO (Province of Torino) Via
Verolengo, 28 - ZIP Code 10100

Date of conveyance: 7 June 1993

Province of origin: Milano Register No. 1389118

Tax payor's code : 10598840154

Date of incorporation : 6 February 1992

Date of termination : 31 December 2100

Date of termination of financial years: 31 December

Recordal at the Registry of Companies of Milan on
23 March 1992

Company No.: 324187

Joint-Stock capital

Assigned: 35,000,000,000.=

Declared: 35,000,000,000.=

Paid up: 35,000,000,000.=

Change of legal status from a Limited Liability
Company into a Joint-Stock Company on 14 January
1994.

Date of beginning of the activity: 3 September 1993

BUSINESS: manufacturing and marketing of shoes
(even through the management of points of sale)
completely or partially made of rubber or other
materials, rubber items in general, sport items and
sportswear.

ACTIVITY: manufacturing and trading even through
the management of points of sale of shoes com-
pletely or partially made of rubber or other ma-
terials, rubber items in general, sport items and
sportswear.

Firm operating with foreign countries

- Powers deriving from the Incorporation Deed or
from the Company agreements the Board of Directors
is conferred with any and all powers for the ordi-
nary and extraordinary management.

1) DEBENEDETTI FRANCO

Born in Turin (TO) on 7 January 1933

Tax Code DBNFNC33AO7L219R

Residing in Torino (TO) Via Viotti 1 ZIP Code 10100

- Chairman since 23 April 1993

whose appointment is valid for three years and who is entitled to sign of behalf of and to legally represent the Company and whose powers are better stated in the deed dated 25 October 1993

2) MAMMOLA CARLO GIOVANNI

Born in Reggio Calabria (RC) on 2 August 1959

Tax Code MMMCLG59MO2H224Y

Residing in Milan (MI) Via Marchesi De' Taddei 4
ZIP Code 20100

- Deputy Advisor since 23 April 1993

whose appointment is valid for three years

3) BENATTI MARIO

Born in Gonzaga (MN) on 17 June 1942

Tax Code BNTMRA42H17E089X

Residing in Milan (MI) Via Aurispa 2 ZIP Code 20100

- Deputy Advisor since 23 April 1993

whose appointment is valid for three years and whose powers are stated in the deed dated 25 October 1993

- General Director since 15 December 1993

4) AZARIO ALBERTO

Born in Biella (VC) on 29 May 1950

Tax Code ZRALRT50E29A859N

Residing in Milan (MI) Via California 11 ZIP Code
20144

- Advisor since 23 April 1993
whose appointment is valid for three years

5) TERRANDO GIOVANNI

Born in Valperga (TO) on 5 August 1947

Tax Code TRRGNN47MOSL644I

Residing in Pertusio (TO) Via Montigliano 2 ZIP
Code 10080

- General Proxy-holder since 18 November 1993
whose powers are stated in the deed dated 18 No-
vember 1993

- Financial Manager since 15 December 1993

- Further information

The Company is recorded at the Court of Turin since
6 July 1993 under No. 2407/93

- Local Unit No. 0001 Shop
Torino (TO) Via Verolengo 12/N ZIP Code 10149
Opening date: 20 January 1994

Business:

retail trade of sport items (including sportswear
and sport shoes)

HISTORICAL INFORMATION

Date of notification (MM) 6 September 1993
15 July 1993 - Resolution of merger by incor-
poration of S.T.L. SUPERGA S.p.A.