

05-18-2001



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U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

5.7.01

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

#### Submission Type

New

Resubmission (Non-Recordation)  
Document ID #

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

#### Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date  
Month Day Year

#### Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

05/17/2001 10:48:11 AM 00000051 100076 1506635  
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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

REEL: 002297 FRAME: 0648

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

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**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

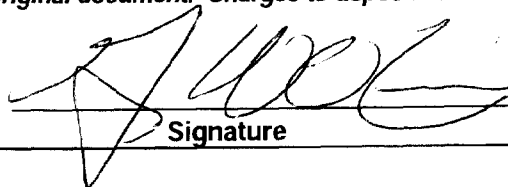
No

**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. Charges to deposit account are authorized, as indicated herein.

Gregory W. O'Connor

Name of Person Signing



Signature

4/24/01  
Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"MCGREGOR I CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "MCGREGOR II, LLC" UNDER THE NAME OF "MCGREGOR II, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 1997, AT 9:03 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2755128 8100M

981109428

AUTHENTICATION: 8987319

DATE: 03-23-08

**CERTIFICATE OF MERGER  
OF  
MCGREGOR I CORPORATION, a Delaware corporation  
INTO  
MCGREGOR II, LLC, a Delaware limited liability company**

Pursuant to Section 264  
of the General Corporation Law  
and Section 18-209  
of the Limited Liability Act  
of the State of Delaware

McGregor I Corporation, a corporation incorporated and existing under the provisions of the General Corporation Law of the state of Delaware, and McGregor II, LLC, a limited liability company organized and existing under the provisions of the Limited Liability Act of the state of Delaware, do hereby certify as follows:

**FIRST:** The name and jurisdiction of organization of the business entities that are to merge are McGregor I Corporation, a corporation which is incorporated in the state of Delaware, and McGregor II, LLC, a limited liability company that is formed in the state of Delaware.

**SECOND:** That an Agreement of Merger has been approved and executed, adopted, certified and acknowledged by each of McGregor I Corporation and McGregor II, LLC in accordance with their governing statutes.

**THIRD:** McGregor II, LLC shall be the surviving entity after the merger of McGregor I Corporation with and into McGregor II, LLC pursuant to the Agreement of Merger (the "Merger"). The name of the surviving entity after the Merger shall remain "McGregor II, LLC." The Certificate of Formation and the Limited Liability Company Agreement of McGregor II, LLC, as in effect before the Merger, shall remain the same from and after the Merger.


**FOURTH:** That the effective date and time of the Merger is July 1, 1997 at 5:00 p.m. Eastern Daylight Time.

**FIFTH:** The Agreement of Merger is on file at an office of McGregor II, LLC at its principal place of business, the address of which is 11200 East Forty-Fifth Avenue, Denver, Colorado 80239.

**SIXTH:** A copy of the Merger Plan will be furnished by McGregor II, LLC, on request and without cost, to any member of McGregor II, LLC and any shareholder or person holding an interest of McGregor I Corporation.

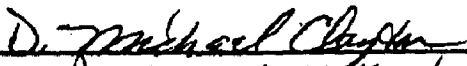
Each of McGregor I Corporation and McGregor II, LLC has caused this Certificate of Merger to be executed and acknowledged by its duly authorized officer or other representative on this 26<sup>th</sup> day of June, 1997.

**MCGREGOR I CORPORATION**, a Delaware corporation

By:   
Name: THOMAS R. SANDICA  
Title: PRESIDENT

**MCGREGOR II, LLC**,  
a Delaware limited liability company

By: Samsonite Corporation, its Member

By:   
Name: D. MICHAEL CLAYTON  
Title: LLC PRESIDENT - LOCAL

DENVER:0773549.01

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ID:3038329050

CSC

TRADEMARK  
REEL: 002297 FRAME: 0652

State of Colorado )  
County of Denver ) ss

Thomas P. Sandler being duly sworn, deposes and says that he is the President of McGregor I Corporation, that he signed the foregoing Certificate of Merger on behalf of the Corporation in his capacity as an officer of the Corporation, and that he has read the foregoing Certificate of Merger and knows the contents thereof and that the statements contained therein are true and correct to his own knowledge.

Lynette S. Knight  
Notary Public



Subscribed and sworn to before me on the 26<sup>th</sup> day of June, 1997.  
My Commission expires: 12-6-98.

State of Colorado )  
County of Denver ) ss

A. Michael Clayton being duly sworn, deposes and says that he is the Vice President of Samsonite Corporation, the member of McGregor II, LLC, that he signed the foregoing Certificate of Merger on behalf of Samsonite Corporation in its capacity as member, and that he has read the foregoing Certificate of Merger and knows the contents thereof and that the statements contained therein are true and correct to his own knowledge.

Lynette S. Knight  
Notary Public

Subscribed and sworn to before me on the 26<sup>th</sup> day of June, 1997.  
My Commission expires: 12-6-98.

