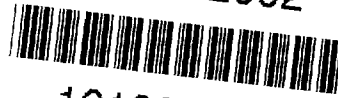


12/27/01

01-02-2002



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TRADEMARK
01941-A0114 SPM

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignor	The Sero Company, Inc.		
Assignee	Brynwood Apparel, Inc.		
Registration Nos.	1,400,395	1,795,918	998,005
	2,368,937	881,750	1,003,771
	966,568	1,461,966	2,008,734
	967,604	1,004,315	941,510
	767,222	1,140,849	1,300,656

Box Assignment
Assistant Commissioner for Trademarks
Washington, DC 20231

Change of Name Recordation Form Cover Sheet

Dear Sir:

Please record the attached original document.

1. Name, Address and State of Incorporation of Conveying party. The Sero Company, Inc.; a Corporation of the State of Delaware; located at 301 Harris Street, Cordele, GA 31015.
2. Name, Address and State of Incorporation of Receiving Party. Brynwood Apparel, Inc.; a Corporation of the State of Delaware; located at 301 Harris Street, Cordele, GA 31015.
3. Nature of Conveyance: Change of Name Execution Date: May 5, 1994.
4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Stephen P. McNamara, Registration No. 32,745
Attorney for Applicant

ST. ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

12/31/2001 6TON11 00000168 1400395

01 FC:481
02 FC:482

40.00 OP
350.00 OP

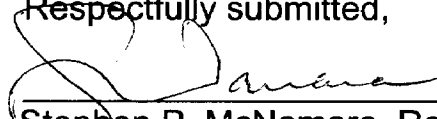
Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment; Commissioner for Patents and Trademarks; Washington, DC 20231.

November 30, 2001

Danielle Dominici

5. Registration Number: 1,400,395 1,795,918 998,005 2,368,937 881,750
1,003,771 966,568 1,461,966 2,008,734 967,604 1,004,315 941,510
767,222 1,140,849 1,300,656
6. Total Number of Registrations Involved: 15
7. Total Fee (37 CFR 3.41). \$390.00 due. A check for this amount is enclosed herewith.
8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.
9. Statement and Signature. Total number of pages including cover sheet, attachments and document are 5. To the best of my knowledge and belief, the foregoing information is true and correct and any copy submitted herewith is a true copy of the original document.

Respectfully submitted,



Stephen P. McNamara, Registration No. 32,745
Attorney for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE SERO COMPANY, INC.", CHANGING ITS NAME FROM "THE SERO COMPANY, INC." TO "BRYNWOOD APPAREL, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF MAY, A.D. 1994, AT 3:01 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2199298 8100

AUTHENTICATION: 1439099

010562015

DATE: 11-09-01

TRADEMARK
REEL: 002415 FRAME: 0378

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:01 PM 05/05/1994
944079974 - 2199298

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE SERO COMPANY, INC.**

The Sero Company, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: That the Board of Directors of the Corporation has duly and unanimously adopted the following resolutions setting forth the proposed amendments to the Certificate of Incorporation of the Corporation:

RESOLVED, that the Certificate of Incorporation of the Company be amended by changing the First Article thereof so that, as amended, said Article shall read as follows:

FIRST: The name of the Corporation is Brynwood Apparel, Inc.

RESOLVED, that the Certificate of Incorporation of the Company be amended by changing the Fourth Article thereof so that, as amended, said Article shall read as follows:

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is Two Hundred Thousand (200,000) designated as common stock and that the par value of each share of common stock is one cent (\$0.01), amounting in the aggregate to Two Thousand dollars (\$2,000).

SECOND: That the foregoing amendments have been duly adopted by the favorable vote of the holders of a majority of the issued and outstanding stock entitled to vote thereon.

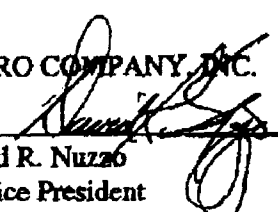
THIRD: That these amendments to the Certificate of Incorporation have been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its Vice President and attested by its Secretary this 5th day of May, 1994.

THE SERO COMPANY, INC.

By: _____

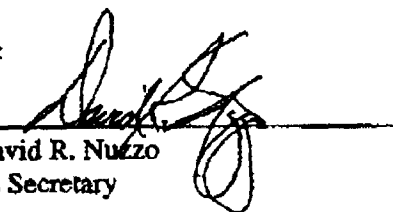
David R. Nuzzo
Its Vice President



Attest:

By: _____

David R. Nuzzo
Its Secretary



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