

02-01-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Aggregate Sales, Inc. **1-18-02**

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Correction of Change of Name

Execution Date: _____

2. Name and address of receiving party(ies)
 Name: Coolwear, Inc.
 Internal Address: _____
 Address: _____
 Street Address: 31-00 47th Avenue
 City: Long Island Cit State: NY Zip: 11101

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 registration number(s):
 A. Trademark Application No.(s) 75/554,809
 B. Trademark Registration No.(s) 1553793,1952365
2315265, 2414482,2381639

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Lance J. Lieberman, Esq.
 Internal Address: Cohen, Pontani, Lieberman & Pavane
 Street Address: 551 Fifth Avenue, Suite 1210
 City: New York State: NY Zip: 10176

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Lance J. Lieberman, Esq. January 18, 2002
 Name of Person Signing Signature Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/31/2002 TDIAZI 00000192 75554809

01 FC:481 02 FC:482

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TRADEMARK REEL: 002434 FRAME: 0743

05-30-2001



101736813

Attorney Docket No.: 3125-2

SP/24/01

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Aggregate Sales, Inc.

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

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

Name: **Cool Wear, Inc.**

Internal Address:

Street Address: **3100 47th Avenue**

City: **Long Island City**

Country/State/Zip: **New York 11101**

Individual Citizenship ___
 Association ___
 General Partnership ___
 Limited Partnership ___
 Corporation-State New York
 Other ___

Additional names and addresses attached? yes no

3. Nature of Conveyance

Assignment Merger
 Security Agreement Change of Name
 Other _

Execution Date: December 4, 1998

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

A. Trademark Application No.(s) **75/554,809**

B. Trademark Registration No.(s):
**1,553,793;1,952,365; 2,315,265; 2,414,482;
2,381,639**

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence

6. Total number of applications and trademarks involved:

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

JUL 30 1999



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

Special Deputy Secretary of State

OS-1266 (5/96)

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11-37

CERTIFICATE OF MERGER
OF
COOL WEAR, INC.
INTO
AGGREGATE SALES INC.

Under Section 904 of the Business Corporation
Law of the State of New York

1cc
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC 18 1998
TAX \$ _____
BY: [Signature]
M

Parker Duryee Rosoff & Haft
529 Fifth Avenue - 8th Floor
New York, New York 10017

BILLED

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CERTIFICATE OF MERGER

OF

COOL WEAR, INC.

INTO

AGGREGATE SALES INC.

Under Section 904 of the New York Business Corporation Law

The undersigned corporations respectively set forth as follows:

FIRST: The name of each constituent corporation is as follows:

Cool Wear, Inc.
Aggregate Sales Inc.

SECOND: The name of the surviving corporation is Aggregate Sales Inc. (the "Surviving Corporation"), a New York corporation.

THIRD: The designation, number and voting rights of the outstanding shares of each class and series of the constituent corporations are as follows:

Cool Wear, Inc.

Class	Series	Number
Common	None	200

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Aggregate Sales Inc.

Class	Series	Number
Common	None	190

FOURTH: The date when the Certificate of Incorporation of Aggregate Sales Inc. was filed by the Department of State is February 27, 1985. The date when the Certificate of Incorporation of Cool Wear, Inc. was filed by the Department of State is June 25, 1985.

FIFTH: This merger was authorized by the unanimous written consent of the holders of all of the outstanding shares entitled to vote thereon on behalf of each of the constituent New York corporations.

SIXTH: The corporation hereby amends its Certificate of Incorporation as follows:

Paragraph 1 of the Certificate of Incorporation relating to the corporate title of the corporation, is hereby amended to read as follows:

"1. The name of the corporation is Coolwear, Inc."

SEVENTH: The amendment effected herein was authorized by the consent in writing, setting forth the action so taken, signed by the holders of at least a majority of the outstanding shares entitled to vote thereon with written consent of the shareholders of the Company pursuant to Sections 615 and 803 of the Business Corporation Law of New York. Said authorization being subsequent to the affirmative vote of the Board of Directors.

IN WITNESS WHEREOF, the undersigned, affirm the truth of the statements contained herein under the penalty of perjury as of the 4th day of December, 1998.

AGGREGATE SALES INC.

By: /s/ Stuart Gelb
Stuart Gelb, President

By: /s/Oded Nachmani
Oded Nachmani, Secretary

COOL WEAR, INC.

By: /s/ Stuart Gelb
Stuart Gelb, President

By: /s/Oded Nachmani
Oded Nachmani, Secretary

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