

02-01-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651 (exp. 5/31/200)



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

Tab setting ⇄⇄⇄ 0

101967431

0

0

0

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

1. Name of conveying party(ies):

Duck Head Apparel Company, Inc. *1/10/02*

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State: Georgia
☐ Other _____

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

3. Nature of conveyance:

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

Execution Date: August 9, 2001

2. Name and address of receiving party(ies)

Name: Duck Head Apparel Company, LLC

Internal
Address:

Street Address: P.O. Box 688
1020 Barrow Industrial Parkway

City: Winder State: Georgia Zip: 30680-0688

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____

☐ Corporation-State: Georgia

☒ Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designated 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)

1,924,663	1,202,093
1,233,673	1,145,106
1,233,672	801,368
1,214,083	440,916
736,097	209,103
390,993	399,167

Additional number(s) attached ☐ Yes ☒ No

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

Name: Claire M. Kimball

Internal Address: Alston & Bird LLP

Street Address: 1201 W. Peachtree Street

City: Atlanta State: Georgia Zip: 30309-3424

6. Total number of applications and registrations involved:12

7. Total fee (37 CFR 3.41)\$ 315.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

N/A

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

DO NOT USE THIS SPACE

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.

Claire M. Kimball
Name of Person Signing

Claire M. Kimball
Signature

Jan 10, 2002
Date

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

02/01/2002 GTOM11 00000004 1924663

01 FC:481
02 FC:482

40.00 DP
275.00 DP

ATL01/11120751v1

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

CERTIFICATE OF EXPRESS MAILING

Express Mail mailing label number EL604663806
 Date of Deposit Jan 10, 2002
 I hereby certify that this paper or fee is being deposited
 with the United States Postal Service "Express Mail Post
 Office to Addressee" on the date indicated above and is
 being sent to: Assistant Commissioner for Trademarks,
 2200 Crystal Drive, Arlington, Virginia 22202-3513

TRADEMARK

REEL: 002434 FRAME: 0823

**CERTIFICATE OF ELECTION
OF
DUCK HEAD APPAREL COMPANY, INC.
TO BECOME A
LIMITED LIABILITY COMPANY
UNDER
THE GEORGIA LIMITED LIABILITY COMPANY ACT**

Article I.

The name of the entity making the election under Section 14-11-212 of the Georgia Limited Liability Company Act (the "Georgia Act") is Duck Head Apparel Company, Inc., a corporation organized under the laws of the State of Georgia. It is referred to in this Certificate of Election as the "Corporation".

Article II.

The Corporation elects to become a limited liability company under the Georgia Act.

Article III.

This election shall become effective upon the filing of this Certificate of Election with the Secretary of State of the State of Georgia.

Article IV.

This election has been unanimously approved by all of the shareholders of the Corporation upon the recommendation of the Board of Directors of the Corporation in accordance with Sections 14-11-212(a) of the Georgia Act and 14-2-1109.1 of the Georgia Business Corporation Code.

Article V.

Simultaneously herewith, Articles of Organization in the form required by Section 14-11-204 of the Georgia Act are being filed with the Secretary of State of the State of Georgia under the name "Duck Head Apparel Company, LLC", which name satisfies the requirements of Section 14-11-207 of the Georgia Act. Such Articles of Organization shall govern the limited liability company being formed by this election (the "Company"), unless and until modified in accordance with the Georgia Act.

Article VI.

Each share of Common Stock, \$0.01 par value per share, of the Corporation outstanding at the time of filing this election with the Secretary of State of Georgia shall be automatically converted into 1/100th of the membership interests in the Company, by virtue of this election and without any action by the holder thereof or any action in addition to that contemplated by this election by either the Corporation or the Company. No shares of Preferred Stock, par value \$0.01 per share, of the Corporation are outstanding and, accordingly, the Preferred Stock of the Corporation shall not be converted into interests as members of the Company.

IN WITNESS WHEREOF, this Certificate of Election of Duck Head Apparel Company, Inc. to become a limited liability company under the Georgia Act has been executed by a duly authorized officer this 9th day of August, 2001.

DUCK HEAD APPAREL
COMPANY, INC.

By: 

Stephen A. Opler, Attorney-in-fact

**PLAN OF ELECTION
OF
DUCK HEAD APPAREL COMPANY, INC.
TO BECOME
A LIMITED LIABILITY COMPANY
UNDER
THE GEORGIA LIMITED LIABILITY COMPANY ACT**

(a) The name of the limited liability company to be formed pursuant to the election is Duck Head Apparel Company, LLC (the "Company").

(b) Each share of Common Stock, \$0.01 par value per share, of Duck Head Apparel Company, Inc., a Georgia corporation (the "Corporation"), outstanding at the time of filing this election with the Secretary of State of Georgia shall be automatically converted into 1/100th of the membership interests in the Company, by virtue of this election and without any action by the holder thereof or any action in addition to that contemplated by this election by either the Corporation or the Company. No shares of Preferred Stock, par value \$0.01 per share, of the Corporation are outstanding and, accordingly, the Preferred Stock of the Corporation shall not be converted into interests as members of the Company.

(c) The election shall be effective upon the filing of the Certificate of Election of the Corporation, substantially in the form attached hereto as Exhibit A, with the Secretary of State of the State of Georgia. At the time of such filing, the separate existence of the Corporation shall thereupon cease.

(d) The Articles of Organization to be filed in connection with the election shall be substantially in the form attached hereto as Exhibit B. At the time of such filing, the Company shall be formed under the laws of the State of Georgia as a limited liability company. The Company shall thereupon and thereafter possess all of the rights, privileges, immunities, franchises and powers of the Corporation to the extent permitted by law; and all property, real, personal and mixed, tangible and intangible, as well as all other choses in action, and each and every other interest of or belonging to or due to the Corporation shall be taken and deemed to be vested in the Company without further act or deed. The title to any real estate, or any interest therein, now vested in the Corporation shall not revert or be in any way impaired by reason of the election. The Company shall thereupon and thereafter be responsible and liable for all the liabilities and obligations of the Corporation and any claim existing or action or proceeding pending by or against the Corporation may be prosecuted as if the election had not become effective. Neither the rights of creditors nor any liens upon the property of the Corporation shall be impaired by the election.

(e) The Operating Agreement to be executed by the corporation who will be the member of the Company shall be substantially in the form attached hereto as Exhibit C. Notification of approval of the election to become a limited liability company will be deemed to be execution of the Operating Agreement by such corporation.

(f) The election is intended to constitute the liquidation of the Corporation pursuant to Section 332 of the Internal Revenue Code of 1986, as amended, and this Plan of Election is intended to constitute a plan of liquidation.

**ARTICLES OF ORGANIZATION
OF
DUCK HEAD APPAREL COMPANY, LLC**

ARTICLES OF ORGANIZATION of Duck Head Apparel Company, LLC (the "LLC"), dated August 9, 2001, to form a Georgia limited liability company under the Georgia Limited Liability Company Act.

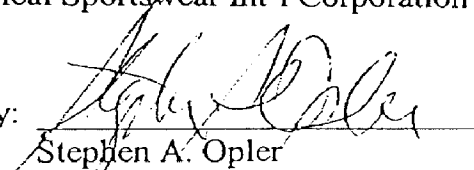
FIRST: The name of the Limited Liability Company is Duck Head Apparel Company, LLC.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

DUCK HEAD APPAREL COMPANY, LLC

By: Tropical Sportswear Int'l Corporation

By:


Stephen A. Opler
Attorney-in-fact

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0136149
EFFECTIVE DATE : 08/09/2001
COUNTY : GEORGIA
REFERENCE : 0045
PRINT DATE : 08/13/2001
ELECTED CONTROL : K950540
FORM NUMBER : 357

STEPHEN A. OPLER
ALSTON & BIRD LLP
1201 WEST PEACHTREE ST.
ATLANTA, GA 30309

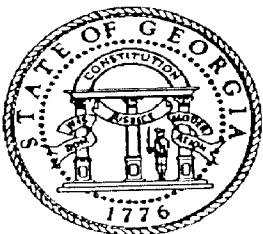
CERTIFICATE OF ORGANIZATION BY ELECTION

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

DUCK HEAD APPAREL COMPANY, LLC
A GEORGIA LIMITED LIABILITY COMPANY

has been duly organized under the laws of the State of Georgia on the effective date stated above by the filing of a certificate of election and articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox
Secretary of State

RECORDED: 01/10/2002

TRADEMARK
REEL: 002434 FRAME: 0830