

03-12-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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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):

Wrangler Clothing Corp. *2-2002*

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State (Delaware)
☐ 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: effective Dec 30, 2001

2. Name and address of receiving party(ies)

Name: Wrangler Apparel Corp.Internal 201 Baynard Building

Address: _____

Street Address: 3411 Silverside RoadCity: Wilmington State: DE Zip: 19810☐ Individual(s) citizenship _____☐ Association _____☐ General Partnership _____☐ Limited Partnership _____☒ Corporation-State Delaware☐ 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)

75/511273

B. Trademark Registration No.(s)

Additional number(s) attached ☒ Yes ☐ No

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

Name: Kathleen M. RobieInternal Address: 201 Baynard BuildingStreet Address: 3411 Silverside RoadCity: Wilmington State: DE Zip: 198106. Total number of applications and registrations involved: 2047. Total fee (37 CFR 3.41).....\$ 5,115.00☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach 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.*Kathleen M. Robie

Name of Person Signing

Kathleen M. Robie

Signature

February 19, 2002

Date

Total number of pages including cover sheet, attachments, and document: 10Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

03/12/2002 GT0411

00000011 75511273

01 FC:481
02 FC:48240.00 OP
5075.00 OPTRADEMARK
REEL: 002455 FRAME: 0267

Recordation Form Cover Sheet
Supplemental Pages for continuation of
Item 4

Application

| Serial No..... | Registration No. | Trademark |
|----------------|-----------------------|---|
| 75/511273 | | TWENTYX <i>listed on recordation cover sheet</i> |
| 74/228510 | | ECO-DENIM |
| 75/706070 | | WRANGLER WRETRO |
| 75/767022 | | AUTHENTICS BY WRANGLER |
| 76/025210 | | WRANGLER HERO |
| 76/025211 | | TIMBER CREEK BY WRANGLER |
| 76/040692 | | WRANGLER HERO |
| 76/040693 | | A COWBOY CUT ABOVE |
| 76/050128 | | TIMBER CREEK BY WRANGLER |
| 76/224245 | | BRITTANIA |
| 76/242803 | | CHIC |
| 76/249109 | | WRANGLER RIATA |
| 76/249110 | | 20X |
| 76/249111 | | TWENTY X |
| 76/249112 | | 20X |
| 76/249113 | | TWENTY X |
| 76/249114 | | WRANGLER (Stylized) |
| 76/249115 | | WRANGLER (Stylized) |
| 76/249116 | | WRANGLER |
| 76/249117 | | WRANGLER (STYLIZED) |
| 76/249118 | | WRANGLER (ROPE) |
| 76/249119 | | WRANGLER |
| 76/249121 | | WRANGLER |
| | 156,295 | RODEO and Design |
| | 191,007 | RODEO and Design |
| | 416,313 | CASEY JONES (Stylized) |
| | 418,705 | QUALITAG (Stylized) |
| | 441,727 | WRANGLER (STYLIZED) |
| | 601,892 | TUG TOGS (STYLIZED) |
| | 600,535 | TOT-TOGS |
| | 608,371 | MAVERICK |
| | 634,868 | W (STITCH DESIGN) |
| | 632,756 | CASEY JONES |
| | 720,711 | VIVISSIMO |
| | 739,414 | JEANIE and Design |
| | 739,415 | JEANIE |
| | 765,941 | J and Design |
| | 761,663 | SUN TRAIL |
| | 771,508 | LADY WRANGLER |
| | 771,943 | COTESBURY |
| | 775,426 | BAY HILL |
| | 788,198 | H.I.S. |
| | 780,397 | HONDO |
| | 800,821 | TAPER FITS |
| | 794,482 | CASEY JR. |
| | 795,607 | MR. WRANGLER |
| | 795,283 | BLUE BELL M and Design |
| | 795,284 | B BLUE BELL and Design |
| | 798,578 | H.I.S. (Stylized) |
| | 810,173 | STONE HARBOR |
| | 809,323 | WRANGLER (STYLIZED) |
| | 820,338 | RUSTLER |
| | 902,640 | WRANGLER (Stylized) |
| | 908,078 | LOOK FOR THE W ON THE POCKET |
| | 961,563 | W AND DESIGN |
| | 995,875 | NATURAL WOMAN |
| | 1,009,202 | DO-NOTHING |
| | 1,052,893 | BRITTANIA |
| | 1,049,655 | NO-FAULT |
| | 1,052,912 | SEDFIELD and Design |
| | 1,075,094 | WRANGLER (STYLIZED) |
| | 1,085,573 | MISCELLANEOUS DESIGN |
| | 1,119,681 | GITANO |
| | 1,135,189 | CHIC |
| | 1,108,076 | WRANGLER (STYLIZED) |
| | 1,202,807 | BRITTANIA & design |
| | 1,223,505 | M (STYLIZED) |
| | 1,182,266 | PS (Stylized) |

Recordation Form Cover Sheet
Supplemental Pages for continuation of
Item 4

Application

| Serial No..... | Registration No. | Trademark |
|----------------|-----------------------|--|
| ..... | 1,203,662 | GITANO AND DESIGN |
| ..... | 1,212,498 | WRANGLER THERE'S A LITTLE BIT OF COWBOY IN ALL OF US |
| ..... | 1,212,499 | WRANGLER FOR THE LITTLE BIT OF COWBOY IN ALL OF US |
| ..... | 1,247,744 | Miscellaneous Design (Horse Logo) |
| ..... | 1,244,563 | COWBOY SPIRIT |
| ..... | 1,259,491 | WRANGLER (STYLIZED) |
| ..... | 1,258,619 | WRANGLER KIDS and Design (House design) |
| ..... | 1,276,265 | Miscellaneous Design (Pocket Stitch) |
| ..... | 1,297,681 | HARD WORKIN' CLOTHES |
| ..... | 1,271,916 | THE JOY OF GETTING MORE |
| ..... | 1,276,290 | NO-FAULT |
| ..... | 1,457,486 | FIT TO BE TRIED |
| ..... | 1,350,718 | Miscellaneous Design (Stitching on Back Pockets) |
| ..... | 1,349,508 | CHIC |
| ..... | 1,340,918 | Miscellaneous Design (European Brand Logo) |
| ..... | 1,360,663 | COWBOY CUT |
| ..... | 1,324,727 | W (Stylized) |
| ..... | 1,385,286 | P.S. GITANO AND DESIGN |
| ..... | 1,406,820 | RISE AND DESIGN |
| ..... | 1,430,323 | CLASSIC BLUES |
| ..... | 1,407,785 | AMERICAN HERO |
| ..... | 1,410,661 | A LEGEND IN JEANS |
| ..... | 1,431,960 | GITANO (Stylized) |
| ..... | 1,422,981 | 909 (Stylized) |
| ..... | 1,429,356 | SUN KISS GITANO AND DESIGN |
| ..... | 1,440,668 | FRONTIER FROM THE MAKERS OF WRANGLER and Design |
| ..... | 1,460,809 | GITANO (Stylized) |
| ..... | 1,453,287 | GITANO (Stylized) |
| ..... | 1,454,389 | GITANO MATERNITY APPAREL MA AND DESIGN |
| ..... | 1,467,477 | INNER VIEW AND DESIGN |
| ..... | 1,475,939 | BASIC EQUIPMENT |
| ..... | 1,489,428 | DECK SHOE AND DESIGN |
| ..... | 1,500,506 | BEHIND THE SEAMS |
| ..... | 1,511,720 | GITANO SPORT AND DESIGN |
| ..... | 1,512,611 | TECHNA SPORT AND DESIGN |
| ..... | 1,512,612 | TECHNA SPORT |
| ..... | 1,509,196 | AMERICAN FREEDOM |
| ..... | 1,526,987 | ULTRA FINISH |
| ..... | 1,515,538 | SILVER LAKE |
| ..... | 1,515,539 | AMERICAN PAINTS |
| ..... | 1,525,817 | RUSTLER |
| ..... | 1,538,269 | THE JEANS WITH THE PHYSICAL FIT |
| ..... | 1,559,919 | SEDFIELD JEANS WITH THE PHYSICAL FIT |
| ..... | 1,550,270 | THE FIT THAT WON THE WEST |
| ..... | 1,784,869 | CHIC (Stylized) |
| ..... | 1,759,193 | CHIC (Stylized) |
| ..... | 1,750,797 | CHIC (Stylized) |
| ..... | 1,802,754 | CHIC (Stylized) |
| ..... | 1,630,154 | PAINTED DESERT |
| ..... | 1,718,263 | BRITTEGEAR |
| ..... | 1,650,823 | ROUGH WASH |
| ..... | 1,650,824 | LAVA WASH |
| ..... | 1,671,186 | COTTON TOUCH |
| ..... | 1,687,180 | WRANGLER ANGLER |
| ..... | 1,693,164 | NIGHT WASH |
| ..... | 1,693,165 | WHITE STONE |
| ..... | 1,699,851 | TIMBER CREEK BY WRANGLER |
| ..... | 1,684,157 | ANTIQUE WASH |
| ..... | 1,675,189 | SUMMER DENIM |
| ..... | 1,760,707 | CHIC (Stylized) |
| ..... | 1,715,938 | RIATA |
| ..... | 1,703,410 | BRUSHPOPPER |
| ..... | 1,700,652 | Miscellaneous Design (Horse Logo) |
| ..... | 1,819,976 | 13MWZ |
| ..... | 1,753,296 | CHECOTAH |
| ..... | 1,745,245 | COWGIRL CUT |
| ..... | 2,229,189 | TIMBER CREEK BY WRANGLER |
| ..... | 1,739,848 | BABY GITANO |

Recordation Form Cover Sheet
Supplemental Pages for continuation of
Item 4

Application

| Serial No..... | Registration No. | Trademark |
|----------------|-----------------------|---|
| ..... | 1,745,726 | TIMBER CREEK BY WRANGLER |
| ..... | 1,806,187 | GOLD BUCKLE |
| ..... | 1,815,451 | ELITE EDITION |
| ..... | 1,784,222 | MISCELLANEOUS DESIGN (COW SKULL) |
| ..... | 1,842,413 | WRANGLER HERO |
| ..... | 1,854,230 | WRANGLER RESERVE |
| ..... | 1,807,103 | WRANGLER |
| ..... | 1,805,977 | WRANGLER |
| ..... | 1,807,599 | WRANGLER |
| ..... | 2,093,342 | WRANGLER (STYLIZED) |
| ..... | 1,933,559 | AMERICAN RESERVE |
| ..... | 1,935,805 | SHADOW CANYON |
| ..... | 1,956,741 | THE FREEDOM TO MOVE WITH COMFORT |
| ..... | 1,956,747 | COYOTE CREEK |
| ..... | 1,932,543 | THE WESTERN ORIGINAL |
| ..... | 1,913,405 | EARTH WASH |
| ..... | 2,132,919 | CLASSIC BLUES |
| ..... | 1,996,370 | WRANGLER AMERICA |
| ..... | 1,977,212 | RIDGE WALKER |
| ..... | 1,936,642 | LADY MAVERICK |
| ..... | 2,189,530 | WRANGLER YOUNG COWBOYS |
| ..... | 1,916,364 | CHIC (Stylized) |
| ..... | 2,002,193 | WRANGLER RUGGED WEAR |
| ..... | 2,194,485 | CHIC (Stylized) |
| ..... | 1,953,147 | GITANO |
| ..... | 1,943,021 | TWENTYX |
| ..... | 2,039,402 | WRANGLER HERO |
| ..... | 2,041,208 | CHIC LIT (Stylized) |
| ..... | 1,969,857 | GITANO AMERICAN FREEDOM THE FREEDOM TO MOVE WITH COMFORT... |
| ..... | 1,958,109 | H.I.S. (Stylized) |
| ..... | 1,970,100 | MISCELLANEOUS DESIGN |
| ..... | 2,036,213 | H.I.S. (Stylized) |
| ..... | 2,064,079 | GREAT HORSE |
| ..... | 2,013,875 | EASY RIDGE |
| ..... | 2,374,103 | TWENTY X {stylized} |
| ..... | 2,374,103 | WRANGLER TWENTYX & DESIGN |
| ..... | 2,055,194 | H.I.S. (Stylized) |
| ..... | 2,040,806 | WYOMING ICE |
| ..... | 2,061,524 | EASY WAIST |
| ..... | 2,179,222 | WRANGLER HERO |
| ..... | 2,108,798 | WRANGLER RUGGED WEAR |
| ..... | 2,265,974 | WRANCHER |
| ..... | 2,152,085 | 33MWZ |
| ..... | 2,302,440 | WRANGLER RUGGED WEAR |
| ..... | 2,243,368 | VIVA LA TRADICION |
| ..... | 2,252,074 | CORTE COWBOY |
| ..... | 2,269,493 | YOU'LL LOVE THESE PANTS |
| ..... | 2,172,729 | RIATA |
| ..... | 2,361,033 | PATCH DESIGN |
| ..... | 2,192,216 | GENERATION WEST COLLECTION |
| ..... | 2,195,637 | RODEO. THE ORIGINAL EXTREME SPORT |
| ..... | 2,195,707 | W (STYLIZED) |
| ..... | 2,233,630 | WRANGLER WRAPID WRESPONSE |
| ..... | 2,388,365 | BRITTANIA |
| ..... | 2,388,366 | BRITTANIA |
| ..... | 2,359,599 | WORK WEAR BY WRANGLER |
| ..... | 2,278,229 | PRAIRIE ROSE |
| ..... | 2,418,188 | INDUSTRIAL POWER |
| ..... | 2,342,859 | WRANGLER HERO (STYLIZED) |
| ..... | 2,484,201 | RW AND DESIGN |
| ..... | 2,407,837 | VW AND DESIGN |
| ..... | 2,380,745 | WORK WEAR BY WRANGLER AND DESIGN |
| ..... | 2,340,656 | WRANGLER EXTREME SPORT & DESIGN |
| ..... | 2,319,226 | WRANGLER WORK WEAR |
| ..... | 2,399,492 | WRANGLER WRETRO |
| ..... | 2,355,133 | SEDFIELD |
| ..... | 2,393,178 | LEGENDARY GOLD |
| ..... | 2,428,325 | WRANGLER |

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re applications of Wrangler Apparel Corp.:

| <u>Serial No.</u> | <u>Mark</u> |
|-------------------|--------------------------|
| 75/511273 | TWENTYX |
| 75/706070 | WRANGLER WRETRO |
| 75/767022 | AUTHENTICS BY WRANGLER |
| 76/025210 | WRANGLER HERO |
| 76/025211 | TIMBER CREEK BY WRANGLER |
| 76/040692 | WRANGLER HERO |
| 76/040693 | A COWBOY CUT ABOVE |
| 76/050128 | TIMBER CREEK BY WRANGLER |
| 76/224245 | BRITTANIA |
| 76/242803 | CHIC |
| 76/249109 | WRANGLER RIATA |
| 76/249110 | 20X |
| 76/249111 | TWENTY X |
| 76/249112 | 20X |
| 76/249113 | TWENTY X |
| 76/249114 | WRANGLER (Stylized) |
| 76/249115 | WRANGLER (Stylized) |
| 76/249116 | WRANGLER |
| 76/249117 | WRANGLER (STYLIZED) |
| 76/249118 | WRANGLER (ROPE) |
| 76/249119 | WRANGLER |
| 76/249121 | WRANGLER |

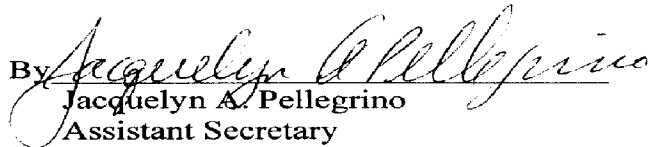
SUBSTITUTE POWER OF ATTORNEY

Applicant, now Wrangler Apparel Corp. by virtue of corporate merger, evidence of which has been submitted to the U.S. Trademark Office for recordation, hereby appoints Helen L. Winslow as its attorney to continue prosecution of the above-listed applications and to transact all business in the U.S. Patent and Trademark Office connected therewith. Applicant's attorney can be reached by telephone at (302) 477-3930 extension 229 and all correspondence should be addressed to her as follows:

Helen L. Winslow
Assistant General Counsel
The H. D. Lee Company, Inc.
3411 Silverside Road, 201 Baynard Building
Wilmington, DE 19810.

Respectfully submitted,
WRANGLER APPAREL CORP.

Date: February 19 2002

By 
Jacquelyn A. Pellegrino
Assistant Secretary
Wrangler Apparel Corp.
3411 Silverside Road, 201 Baynard Bldg
(302) 477-3930 Ext. 226

Delaware

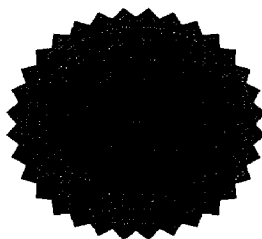
PAGE 1

The First State

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 OWNERSHIP, WHICH MERGES:

"WRANGLER CLOTHING CORP.", A DELAWARE CORPORATION,
WITH AND INTO "WRANGLER APPAREL CORP." UNDER THE NAME OF
"WRANGLER APPAREL CORP.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2001, AT 9
O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF
DECEMBER, A.D. 2001, AT 12:01 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2340220 8100M

AUTHENTICATION: 1617018

020104022

DATE: 07/11/2002

REEL: 002455 FRAME: 0272

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
WRANGLER CLOTHING CORP.
(a Delaware corporation)
INTO
WRANGLER APPAREL CORP.
(a Delaware corporation)**

It is hereby certified that:

1. Wrangler Apparel Corp. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of common stock of Wrangler Clothing Corp., which is also a business corporation of the State of Delaware.
3. The Corporation hereby merges Wrangler Clothing Corp. into the Corporation.
4. Attached hereto as Exhibit A is a true, correct, and complete copy of the resolutions adopted December 7, 2001 by the Board of Directors of the Corporation to merge the said Wrangler Clothing Corp. into the Corporation.
5. The effective time and date of the merger herein certified shall be 12:01 a.m. Eastern Standard Time, December 30, 2001.

WRANGLER APPAREL CORP.

By: Candace S. Cummings
Name: Candace S. Cummings
Title: President

EXHIBIT A

WHEREAS, the Board of Directors deems it advisable and in the best interests of the Corporation for the Corporation to merge with Wrangler Clothing Corp. ("WCC"), a Delaware corporation and a wholly-owned subsidiary of the Corporation, in which the Corporation will be the survivor under the provisions of Section 253 of the DGCL (the "Merger");

NOW, THEREFORE, BE IT RESOLVED, that the Merger, be and hereby is, in all respects, adopted and approved; and be it

FURTHER RESOLVED, that the Corporation be and hereby is authorized to enter into and perform its obligations under each document, certificate and instrument required by the DGCL to effect the Merger, including without limitation a Certificate of Ownership and Merger (such documents, certificates and instruments are collectively referred to as "Merger Documents"); and be it

FURTHER RESOLVED, that each and every action by the officers of the Corporation, including without limitation each of the President, Vice Presidents, Treasurer, Secretary and Assistant Secretaries (each an "Authorized Officer"), taken heretofore, in the name and on behalf of the Corporation, in connection with the Merger and the Merger Documents be and is hereby, in all respects, ratified, adopted and approved; and be it

FURTHER RESOLVED, that each of the Authorized Officers, individually, be and hereby is authorized, empowered and directed to negotiate, execute and deliver, in the name and on behalf of the Corporation, the Merger Documents on and with such terms, conditions, provisions, alterations, modifications and amendments as such Authorized Officer may determine, such determination to be conclusively evidenced by such Authorized Officer's execution, acknowledgment and/or delivery of the Merger Documents; and be it

FURTHER RESOLVED, that each of the Authorized Officers, individually, be and hereby is authorized, empowered and directed to execute, acknowledge and deliver, in the name and on behalf of the Corporation any and all other documents, certificates or instruments necessary or appropriate to enable the Corporation to consummate the Merger and/or the Merger Documents on and with such terms, conditions, provisions, alterations, modifications and amendments as such Authorized Officer may determine, such determination to be conclusively evidenced by such Authorized Officer's execution, acknowledgment and/or delivery of such documents, certificates or instruments; and be it

FURTHER RESOLVED, that upon the consummation and effectiveness of the Merger, each of the Authorized Officers, individually, be and hereby is authorized, empowered and directed to take, in the name and on behalf of the Corporation and

WCC, as the case may be, all steps necessary or advisable to cancel all of the issued and outstanding shares of common stock of WCC; and be it

FURTHER RESOLVED, that each of the Authorized Officers, individually, be and hereby is authorized, empowered and directed to take such further actions as may be necessary, desirable or advisable, in the sole discretion of such Authorized Officers, to effect the Mergers, including without limitation the filing of a Certificate of Ownership and Merger with Delaware's Secretary of State, and the foregoing resolutions.