

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Hanover Brands, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/28/2002

2. Name and address of receiving party(ies)

Name: The Company Store Group, LLC

Internal

Address:

Street Address: 115 River Road, Bldg.#10

City: Edgewater State: NJ Zip: 07020

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

Other Limited Liability Company-Delaware

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) 75/758,062;  
75/905,711; 78/178,393

B. Trademark Registration No.(s) 2,554,434;  
2,450,057; 2,027,155 (see attached)

Additional number(s) attached  Yes  No

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

Name: Tamara A. Miller

Internal Address: Leydig, Voit & Mayer, Ltd.  
Suite 4900

Street Address: Two Prudential Plaza

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: 40

7. Total fee (37 CFR 3.41).....\$ 1015.00  
and any deficiencies

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-1216

**DO NOT USE THIS SPACE**

9. Signature.

Tamara A. Miller

Name of Person Signing

Tamara Miller

Signature

Feb. 4, 2003

Date

Total number of pages including cover sheet, attachments, and document: 5

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

**CONTINUATION OF ITEM #4B**

Merger of Hanover Brands, Inc. into The Company Store Group, LLC

Additional registrations:

MARK	REG. NO	REG. DATE
CLEARANCEWORLD	2,274,635	August 31, 1999
COLONIAL GARDEN KITCHENS	968,358	September 11, 1973
COMFORT BY DESIGN	2,300,870	December 14, 1999
COMPANY COTTON	2,310,788	January 25, 2000
COMPANY KIDS	2,380,374	August 29, 2000
COMPANY TOTS	2,323,186	February 29, 2000
CONTOUR	2,576,958	June 11, 2002
COTTON BRILLIANCE	2,047,950	March 25, 1997
DOMESTICATIONS	1,384,266	February 25, 1986
DOMESTICATIONS	1,857,730	October 11, 1994
DOMESTICATIONS	2,285,376	October 12, 1999
HANOVER HOUSE	1,431,912	March 10, 1987
KIDCALE	2,310,789	January 25, 2000
LIMITED QUANTITIES UNLIMITED STYLE	2,279,031	September 21, 1999
LOUNGE-A-ROUND	2,272,024	August 24, 1999
MATURE WISDOM	1,389,046	April 8, 1986
MAXIMUM EXPOSURE	2,583,271	June 18, 2002
NIGHT 'N DAY INTIMATES	1,417,842	November 18, 1986
PLATINUM WHITE GOOSE DOWN	1,751,917	February 9, 1993
ROYAL PASHMINA	2,626,383	September 24, 2002
SILHOUETTES	1,526,821	February 28, 1989
SLEEPY TEES	2,094,622	September 9, 1997
SOFTESSENCE	2,396,201	October 17, 2000
ST. TROPEZ	2,331,017	March 21, 2000
STUDIO COLLECTION	2,269,946	August 10, 1999
STYLE BEYOND SIZE	2,226,305	February 23, 1999
TAPESTRY	1,394,017	May 20, 1986
TEL.E.FRIEND	2,440,657	April 3, 2001
THE COMPANY STORE	1,263,272	January 3, 1984
THE COMPANY STORE	1,284,377	July 3, 1984
THE SOCK	2,374,280	August 8, 2000
TWEEDS	1,697,698	June 30, 1992
WOMEN GIVING BACK	2,084,136	July 29, 1997

# Delaware

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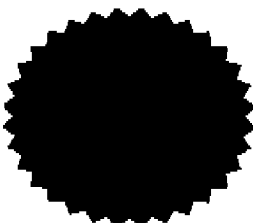
*The First State*

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 MERGER, WHICH MERGES:

"HANOVER BRANDS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "THE COMPANY STORE GROUP, LLC" UNDER THE NAME OF "THE COMPANY STORE GROUP, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2002, AT 1:11 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2169497

DATE: 12-24-02

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020794125

TRADEMARK  
REEL: 002605 FRAME: 0476

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 01:11 PM 12/23/2002  
020794125 - 3578903

**STATE OF DELAWARE  
CERTIFICATE OF MERGER  
OF  
DOMESTIC CORPORATION  
INTO  
DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is **THE COMPANY STORE GROUP, LLC** and the name of the corporation being merged into this surviving limited liability company is **HANOVER BRANDS, INC.**

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

**THIRD:** The name of the surviving limited liability company is **THE COMPANY STORE GROUP, LLC.**

**FOURTH:** The merger is to become effective as of: 11:59 p.m., December 28, 2002.

**FIFTH:** The Agreement of Merger is on file at c/o Hanover Direct, Inc., 115 River Road, Building No. 10, Edgewater, New Jersey, 07020, the place of business of the surviving limited liability company.

**SIXTH:** A copy of the Merger Agreement will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability company or stockholder of any constituent corporation.

**IN WITNESS WHEREOF**, said limited liability company has caused this certificate to be signed by an authorized person on this 19th day of December, 2002.

**THE COMPANY STORE GROUP, LLC**

By:   
Name: Edward M. Lambert  
Title: President

LAW OFFICES  
**LEYDIG, VOIT & MAYER, LTD.**  
TWO PRUDENTIAL PLAZA, SUITE 4900  
CHICAGO, ILLINOIS 60601-6780

TELEPHONE: (312) 616-5600

TELECOPY: (312) 616-5700 (G3)  
(312) 849-0495 (G4)

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**FACSIMILE COVER SHEET**

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DATE: FEBRUARY 4, 2003

NUMBER OF PAGES (INCLUDING  
THIS TRANSMITTAL COVER SHEET): 7

OUR REFERENCE: 217650

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FROM: TAMARA A. MILLER

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TO: ASSISTANT COMMISSIONER OF TRADEMARKS  
BOX: ASSIGNMENTS

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FACSIMILE NUMBER: (703) 306-5995

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MESSAGE:

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A confirmation copy of the transmitted document will:

Not be sent. This will be the only form of delivery of the transmitted document.

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The information contained in this facsimile transmission is intended only for the use of the individual or entity named above and those properly entitled to access to the information and may contain information that is privileged, confidential, and/or exempt from disclosure under applicable law. If the reader of this transmission is not the intended or an authorized recipient, you are hereby notified that any unauthorized distribution, dissemination, or duplication of this transmission is prohibited. If you have received this transmission in error, please immediately notify us by telephone or facsimile. Thank you.

TRADEMARK  
REEL: 002605 FRAME: 0479

**CERTIFICATE OF TRANSMISSION**

I hereby certify that the attached Assignment Document and Recordation Form Cover Sheet are being facsimile transmitted to: Assistant Commissioner for Trademarks, Patent and Trademark Assignment Systems, Facsimile No. (703) 306-5995 on the date indicated below.

February 4, 2003  
Date

*Dorothy Metrick*

M:\...\tgm\form letters\assignment (cert of trans)