

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Al's Formal Wear of Houston, Inc.		04/30/1999	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Al's Formal Wear of Houston, Ltd.
Street Address:	7807 Main Street
City:	Houston
State/Country:	TEXAS
Postal Code:	77030
Entity Type:	LIMITED PARTNERSHIP: TEXAS

Name:	Al's Formal Wear of Houston, Ltd.
Street Address:	7807 Main Street
City:	Houston
State/Country:	TEXAS
Postal Code:	77030
Entity Type:	LIMITED PARTNERSHIP: TEXAS

PROPERTY NUMBERS Total: 2

Property Type	Number
Registration Number:	2177080
Registration Number:	2129272

CORRESPONDENCE DATA

Fax Number: (713)615-5803

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

CH \$65.00 2177080

Phone: 7137581105
Email: iptldocket@velaw.com
Correspondent Name: W. Scott Brown
Address Line 1: 1001 Fannin Street
Address Line 2: 2300 First City Tower
Address Line 4: Houston, TEXAS 77002

ATTORNEY DOCKET NUMBER:

ALS500

NAME OF SUBMITTER:

W. Scott Brown

Total Attachments: 3

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The State of Texas

SECRETARY OF STATE CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

AL'S FORMAL WEAR OF HOUSTON, INC.
(a Texas corporation)

with

AFW ACQUISITION OF HOUSTON, LTD.
(a Texas limited partnership)

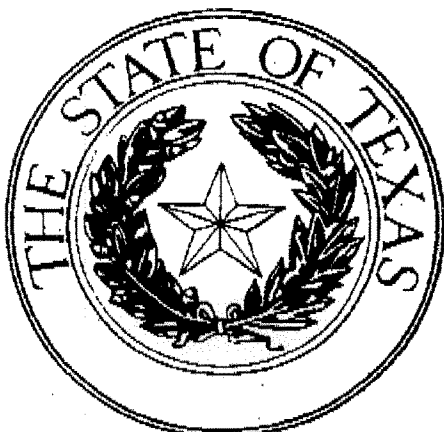
which changed its name to

AL'S FORMAL WEAR OF HOUSTON, LTD.

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed APRIL 30, 1999

Effective MAY 1, 1999 12:01 A.M.



Elton Bomer
Secretary of State

Received Apr 30 10:44AM (01:40) on FAX_AUS line [6] for 'SW2948' WORKSRV3 printed SW237298A060099 on Apr 30 10:46AM 1999 * Pg 4,
APR 30 '99 10:47 FR UE LLP HOU 10 X2346 713 758 5097 TO 915122363344 P.04

APR-29-99 04:00 PM

P. 02

**ARTICLES OF MERGER
OF
AL'S FORMAL WEAR OF HOUSTON, INC.
AND
AFW ACQUISITION OF HOUSTON, LTD.**

FILED
in the Office of the
Secretary of State of Texas
APR 30 1999
Corporations Section

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act (the "TBCA") and Section 2.11 of the Texas Revised Limited Partnership Act ("TRLPA"), Al's Formal Wear of Houston, Inc., a Texas corporation (the "Corporation"), and AFW Acquisition of Houston, Ltd., a Texas limited partnership (the "Partnership"), adopt the following Articles of Merger for the purpose of effecting the merger described below (the "Merger"):

1. The Plan of Merger, which is attached hereto as Exhibit A, provides for the merger of the Corporation with and into the Partnership, with the Partnership being the surviving entity.
2. The Corporation has outstanding 34,364 shares of Common Stock, par value \$1.00 per share (being the Corporation's only outstanding class of capital stock), all of which were voted in favor of the Merger.
3. The approval of the Plan of Merger by the Partnership was duly authorized by all action required by the TRLPA and by the Partnership's constituent documents.
4. The approval of the Plan of Merger by the Corporation was duly authorized by all action required by the TBCA and by the Corporation's constituent documents.
5. As set forth in the Plan of Merger, the Merger shall become effective at 12:01 a.m. on May 1, 1999 (the "Effective Time").

EXECUTED on April 30, 1999, to be effective at the Effective Time.

AL'S FORMAL WEAR OF HOUSTON, INC.

By: Alan B. Gaylor
Name: Alan B. Gaylor
Title: Chief Executive Officer

AFW ACQUISITION OF HOUSTON, LTD.

By: Alan B. Gaylor
Name: Alan B. Gaylor
Title: Manager

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EXHIBIT A

PLAN OF MERGER

1. **Parties.** The entities that are parties to the merger (the "*Merger*") are (a) AI's Formal Wear of Houston, Inc., a Texas corporation (the "*Corporation*"), and (b) AFW Acquisition of Houston, Ltd., a Texas limited partnership (the "*Partnership*").
2. **Surviving Entity.** The Partnership shall survive the Merger.
3. **New Entities.** No new entity is being created by the terms of this Plan of Merger.
4. **Terms and Conditions.** The Corporation shall be merged with and into the Partnership, with the Partnership being the surviving entity (the "*Surviving Entity*"), effective as of 12:01 a.m. on May 1, 1999 (the "*Effective Time*").
5. **Ownership Interests.** (a) Because the sole shareholder of the Corporation owns an equivalent interest in the Partnership, each share of stock in the Corporation outstanding immediately prior to the Effective Time and all rights in respect thereof shall, without any action on the part of the holder thereof, be automatically canceled at the Effective Time.

(b) The partnership interests in the Partnership outstanding immediately prior to the Effective Time shall continue to be the issued and outstanding partnership interests of the Surviving Entity.
6. **Fees and Franchise Taxes.** The Partnership, as the Surviving Entity in the Merger, agrees that it will be responsible for the payment of all fees and franchise taxes of the Corporation and will be obligated to pay such fees and franchise taxes if the same are not timely paid.
7. **Certificate of Limited Partnership.** The Certificate of Limited Partnership of the Partnership as in effect immediately prior to the Effective Time shall continue to be the Certificate of Limited Partnership of the Surviving Entity, except that paragraph 1 thereof shall be amended to read as follows:
 1. **Name.** The name of the limited partnership is AI's Formal Wear of Houston, Ltd.

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TRADEMARK