

U.S. Department of Commerce
Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

<p>1. Name of conveying party(ies):</p> <p>The Donna Karan Company <input type="checkbox"/> Individual(s)- <input checked="" type="checkbox"/> Partnership - New York <input type="checkbox"/> Corporation <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies)</p> <p>Name: The Donna Karan Company LLC Address: c/o Donna Karan International Inc. 550 Seventh Avenue New York, New York 10018 Attn: General Counsel</p> <p><input checked="" type="checkbox"/> Limited Liability Company - New York <input type="checkbox"/> Individual(s) <input type="checkbox"/> Corporation</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Certificate of Conversion <input type="checkbox"/> Other _____</p> <p>Execution Date: September 30, 2003</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>Not Applicable</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration No.(s)</p> <p>2204168 and 2601384</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Jeffrey H. Epstein, Esq. Cowan, Liebowitz & Latman, P.C. 1133 Avenue of the Americas New York, NY 10036-6799</p>	<p>6. Total number of applications and registrations involved: Two (2)</p> <p>7. Total fee (37 CFR 3.41)..... \$65</p> <p><input checked="" type="checkbox"/> To be charged to Deposit Account No. 03-3415.</p> <p>8. Deposit Account No. 03-3415 (Paying by Deposit Account - duplicate copy of this page attached)</p>

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.

Jeffrey H. Epstein

11/25/03

Name of Person Signing
Signature
Date

Total number of pages including cover sheet (original plus copy) and document: **Six (6)**

CH \$66.00 033415 2204168

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

September 30, 2003



A handwritten signature in black ink, appearing to read "R. A. S.", is written over the printed title.

Secretary of State

DCS-200 (Rev. 03/02)

CSC 45
DRAW DOWN

F 03093000050

CERTIFICATE OF CONVERSION
OF
THE DONNA KARAN COMPANY
INTO

THE DONNA KARAN COMPANY LLC

Under Section 1006 of the Limited Liability Company Law

FIRST: The partnership was, in accordance with the provisions of the Limited Liability Company Law, duly converted to a limited liability company.

SECOND: The name of the partnership was: The Donna Karan Company.

THIRD: The name of the limited liability company is: The Donna Karan Company LLC.

FOURTH: The county within this State in which the office of the limited liability company is to be located is New York.

FIFTH: The Secretary of State is designated as the agent of the limited liability company upon whom process against it may be served. The address within this State to which the Secretary of State shall mail a copy of process against the limited liability company served upon him or her is:

The Donna Karan Company LLC
c/o Donna Karan International Inc.
550 Seventh Avenue
New York, New York 10018
Attn: General Counsel

SIXTH: The limited liability company is to be managed by one or more managers.

THE DONNA KARAN COMPANY LLC
By: Donna Karan International Inc.,
Member

By:



Patricia Kalberer

Chief Financial and Administrative Officer

#2

F030930000501

CSC 45
DRAWDOWN

CERTIFICATE OF CONVERSION
OF
THE DONNA KARAN COMPANY
INTO
THE DONNA KARAN COMPANY LLC

Under Section 1006 of the Limited Liability Company Law

10
STATE OF NEW YORK
DEPARTMENT OF STATE

SEP 30 2003

FILED
TAXS
BY:

Filed By: BRAUNER, BARON, ROSENZWEIG & KLEIN
18TH FLOOR
61 BROADWAY
NEW YORK, NY 10006-2794
Cust.Ref.#261598MPJ

DRAWDOWN

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2003 SEP 30 PM 1:58

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N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: THE DONNA KARAN COMPANY LLC

DOCUMENT TYPE: CONVERSION (DOM LLC)
NAME

COUNTY: NEWY

SERVICE COMPANY: CORPORATION SERVICE COMPANY

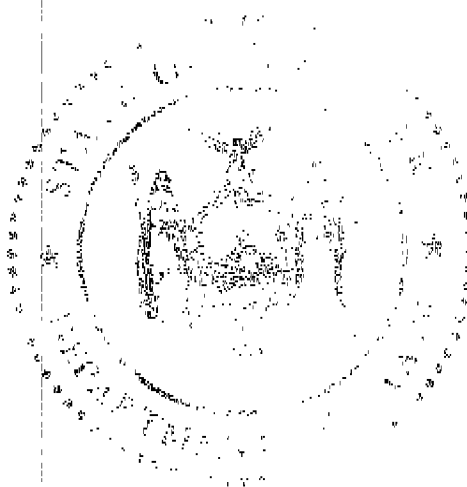
SERVICE CODE: 45

FILED:09/30/2003 DURATION:***** CASH#:030930000533 FILM #:030930000501

ADDRESS FOR PROCESS
C/O DONNA KARAN INTERNATIONAL INC.
ATTN: GENERAL COUNSEL
NEW YORK, NY 10018

EXIST DATE
09/30/2003
550 SEVENTH AVENUE

REGISTERED AGENT



FILER	FEES	PAYMENTS
BRAUNER BARON ROSENZWEIG & KLEIN 61 BROADWAY, 18TH FLR. NEW YORK, NY 10006-2794	385.00 FILING 200.00 TAX 0.00 CERT 0.00 COPIES 10.00 HANDLING 175.00	385.00 CASH 0.00 CHECK 0.00 CHARGE 0.00 DRAWDOWN 385.00 BILLED 0.00 REFUND 0.00