

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brooks Brothers, Inc.		08/02/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Retail Brand Alliance, Inc.
Street Address:	100 Phoenix Avenue
City:	Enfield
State/Country:	CONNECTICUT
Postal Code:	06082
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2150803	

CORRESPONDENCE DATA	
Fax Number:	(908)725-7088
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	908 722 5640
Email:	Stephen.Baker4@verizon.net
Correspondent Name:	Baker and Rannels PA
Address Line 1:	626 North Thompson Street
Address Line 4:	Raritan, NEW JERSEY 08869

NAME OF SUBMITTER:	Stephen L. Baker
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Total Attachments: 3 source=bb merger page 1#page1.tif source=bb merger page 2#page1.tif source=bb merger page 3#page1.tif

OP \$40.00 2150803

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:

"BROOKS BROTHERS, INC.", A DELAWARE CORPORATION,

"CAROLEE DESIGNS INC.", A DELAWARE CORPORATION,

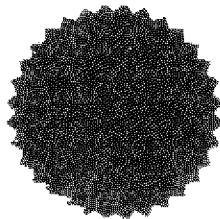
"CASUALCORNERGROUP.COM, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"CASUAL CORNER GROUP E-COMMERCE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "RETAIL BRAND ALLIANCE, INC." UNDER THE NAME OF "RETAIL BRAND ALLIANCE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 2003, AT 5:04 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SECOND DAY OF AUGUST, A.D. 2003.

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: 0561595

2517787 B100M

030502435

DATE: 08-01-03

State of Delaware
Secretary of State
Division of Corporations
Delivered 15:04 PM 07/31/2003
FILED 05 04 PM 07/31/2003
SRV 030502435 - 2517787 FILE

CERTIFICATE OF OWNERSHIP AND MERGER
RELATING TO THE MERGERS OF
CAROLEE DESIGNS, INC.,
BROOKS BROTHERS, INC.,
CASUALCORNERGROUP.COM, LLC
AND
CASUAL CORNER GROUP E-COMMERCE, INC.
WITH AND INTO THEIR PARENT CORPORATION
RETAIL BRAND ALLIANCE, INC.
PURSUANT TO SECTION 253
OF THE
DELAWARE GENERAL CORPORATION LAW

Retail Brand Alliance, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation") DOES HEREBY CERTIFY:

FIRST: The Corporation was incorporated on the 26th day of June, 1995, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns one hundred percent (100%) of the outstanding shares of the capital stock of Carolee Designs, Inc., a corporation incorporated on the 27th day of June, 2001, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the Corporation owns one hundred percent (100%) of the capital stock of Brooks Brothers, Inc., a corporation incorporated on the 9th day of October, 1986, pursuant to the General Corporation Law of the State of Delaware.


FOURTH: That the Corporation owns 99.9% of the membership interest of casualcornergroup.com, LLC, a limited liability company organized on the 27th day of June, 2000, pursuant to the Limited Liability Company Act of the State of Delaware.

FIFTH: That the Corporation owns one hundred percent (100%) of the outstanding shares of the capital stock of Casual Corner Group E-Commerce, Inc., a corporation incorporated on the 8th day of September, 2000, pursuant to the General Corporation Law of the State of Delaware.

SIXTH: That by resolutions of the Board of Directors adopted by a Unanimous Written Consent on the 16th day of July, 2003, the Corporation determined to cause the merger of each of such subsidiary corporations with and into the Corporation, which shall be the surviving corporation, each effective at 11:59 PM, Eastern Daylight Time, on Saturday, August 2, 2003, all pursuant to Section 253 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, RETAIL BRAND ALLIANCE, INC. has signed and acknowledged this Certificate of Ownership and Merger in accordance with Section 103 of the Delaware General Corporation Law on this 16th day of July, 2003.

RETAIL BRAND ALLIANCE, INC.

By: 
Name: Eugenio Feola
Title: Vice President and Secretary