

03-08-2004

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORD
TRADE



DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102686751

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies): 3/3/04
 Alstyle Apparel & Activewear Manufacturing Company

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

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

2. Name and address of receiving party(ies)
 Name: A and G, Inc.
 Internal Address: _____
 Address: _____

Street Address: 1501 E. Cerritos Ave.
 City: Anaheim State: CA Zip: 92805

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 09/05/01

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2017574, 2210868,
2152224, 2614246, 2611808

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Conrad C. Pitts
 Internal Address: _____

Street Address: 401 East Tuscaloosa St.

City: Florence State: AL Zip: 35630

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

 Conrad C. Pitts
 Name of Person Signing

Conrad Pitts
 Signature

3/4/04
 Date

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

03/05/2004 MGETACHE 00000029 2017574

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

02 04: 152 8521 40.00 DP 100.00 DP

TRADEMARK
 REEL: 002922 FRAME: 0735

MAR - 3 AM 8:11
 OP/FINANCE

0010930512

Form **BCA-11.25**

(Rev. Jan. 1999)

ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE

File # 51423852

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
http://www.sos.state.il.us

SUBMIT IN DUPLICATE

FILED

SEP 25 2001

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 9-25-01

Filing Fee \$ 100

Approved: [Signature]

DO NOT SEND CASH!
Remit payment in check or money
order, payable to "Secretary of State."
Filing Fee is \$100, but if merger or
consolidation involves more than 2
corporations, \$50 for each additional
corporation.

1. Names of the corporations proposing to ~~consolidate~~^{merge} ~~exchange~~^{exchange shares}, and the state or country of their incorporation:

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>A and G, Inc.</u>	<u>IL</u>	<u>51423852</u>
<u>Alstyle Apparel & Activewear Manufacturing Company</u>	<u>IL</u>	<u>57489286</u>

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the ~~corporation~~^{surviving} corporation: A and G, Inc.
(b) it shall be governed by the laws of: Illinois

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of ~~consolidation~~^{merger} ~~exchange~~ is as follows: (See Exhibit A, attached)

5. Plan of ^{merger} ~~consolidation~~ ~~exchange~~ was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

A and G, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Alstyle Apparel & Activewear Manufacturing Company	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries) The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____ (Month & Day) _____ (Year)

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated September 5 2001 (Month & Day) (Year)

A and G, Inc. (Exact Name of Corporation)

attested by Amin A. Ghaffar AmDani (Signature of Secretary or Assistant Secretary)

by Rauf Gajani (Signature of President or Vice President)

AMIN A. GHAFFAR AMDANI - SECRETARY (Type or Print Name and Title)

RAUF GAJANI - PRESIDENT (Type or Print Name and Title)

Dated September 5 2001 (Month & Day) (Year)

Alstyle Apparel & Activewear Manufacturing Company (Exact Name of Corporation)

attested by Amin A. Ghaffar AmDani (Signature of Secretary or Assistant Secretary)

by Rauf Gajani (Signature of President or Vice President)

AMIN A. GHAFFAR AMDANI - SECRETARY (Type or Print Name and Title)

RAUF GAJANI - PRESIDENT (Type or Print Name and Title)

Dated _____ (Month & Day) _____ (Year)

_____ (Exact Name of Corporation)

attested by _____ (Signature of Secretary or Assistant Secretary)

by _____ (Signature of President or Vice President)

C-195.8 _____ (Type or Print Name and Title)

_____ (Type or Print Name and Title)

Exhibit A

RQ M

Effective as of ~~September~~ 2001, Alstyle Apparel & Activewear Manufacturing Company is merged into A and G, Inc. The surviving corporation assumes all rights, privileges, assets and liabilities of the non-surviving corporation. The shareholders have identical ownership of the two corporations. Each share of stock of Alstyle & Activewear Manufacturing Company will be converted into and become .01 validly issued, fully paid and non-assessable shares of common stock, no par value, of A and G, Inc.

LHARRIS/469261,2