

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
UGG Holdings, Inc.		09/30/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Deckers Outdoor Corporation
Street Address:	495-A South Fairview Avenue
City:	Goleta
State/Country:	CALIFORNIA
Postal Code:	93117
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6		
Property Type	Number	Word Mark
Registration Number:	1237456	UGHS
Registration Number:	1460992	ORIGINAL UGG BOOT UGG AUSTRALIA
Registration Number:	1973743	UGG
Registration Number:	2314853	
Registration Number:	2624802	BABY UGGS
Serial Number:	78352559	UGG

CORRESPONDENCE DATA	
Fax Number:	(312)360-9315
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312-360-0080
Email:	pjuettner@gbclaw.net
Correspondent Name:	Paul G. Juettner
Address Line 1:	300 South Wacker Drive
Address Line 2:	Suite 2500
Address Line 4:	Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	2111.71723
-------------------------	------------

CH \$165.00 1237456

NAME OF SUBMITTER:

Paul G. Juettner

Total Attachments: 8

source=HP TIFF MergerDocs2#page1.tif

source=HP TIFF MergerDocs3#page1.tif

source=HP TIFF MergerDocs4#page1.tif

source=HP TIFF MergerDocs5#page1.tif

source=HP TIFF MergerDocs6#page1.tif

source=HP TIFF MergerDocs7#page1.tif

source=HP TIFF MergerDocs8#page1.tif

source=HP TIFF MergerDocs9#page1.tif



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

OCT - 1 2004



Kevin Shelley
Secretary of State

00748579

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

UGG HOLDINGS, INC.,
a California Corporation
(the "Subsidiary Corporation")

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 30 2004

KEVIN SHELLEY
Secretary of State

INTO

DECKERS OUTDOOR CORPORATION,
a Delaware Corporation
(the "Parent Corporation")

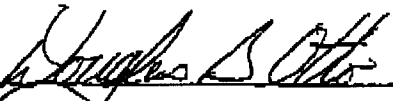
We, **DOUGLAS B. OTTO**, the President, and **JOSEPH E. NIDA**, the Secretary, of **DECKERS OUTDOOR CORPORATION**, a Delaware corporation (the "Parent Corporation"), do hereby certify:

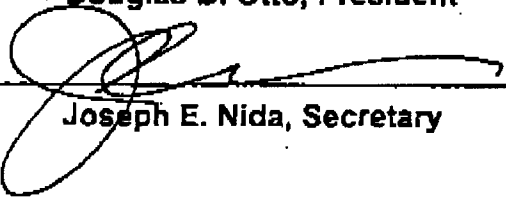
1. That they are the President and Secretary, respectively, of the Parent Corporation.
2. That the Parent Corporation is duly organized and existing under the laws of the State of Delaware, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.
3. That the Parent Corporation owns **ONE HUNDRED PERCENT (100%)** of the outstanding shares of **UGG HOLDINGS, INC.** (the "Subsidiary Corporation"), a corporation duly organized and existing under the laws of the State of California, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.
4. That the following resolution was duly adopted and approved by the Board of Directors of the Parent Corporation:

RESOLVED: That **DECKERS OUTDOOR CORPORATION** (the "Parent Corporation") merge, and does merge into itself **UGG HOLDINGS, INC.**, its subsidiary (the "Subsidiary Corporation"), and assumes all of its obligations pursuant to Section 1110 of the California Corporations Code.

5. That the entire resolution of merger as set forth above was duly approved by the Board of Directors of **UGG HOLDINGS, INC.**

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed at Santa Barbara, California, on September 7, 2004.

By: 
Douglas B. Otto, President

By: 
Joseph E. Nida, Secretary



Delaware

PAGE 1

The First State

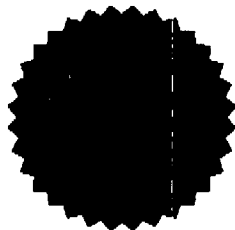
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"UGG HOLDINGS, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "DECKERS OUTDOOR CORPORATION" UNDER THE NAME OF "DECKERS OUTDOOR CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2004, AT 2:14 O'CLOCK P.M.

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

2346093 8100M

040708385



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3388088

DATE: 10-01-04

TRADEMARK

REEL: 002966 FRAME: 0810

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**UGG HOLDINGS, INC.,
a California corporation**

(the "Subsidiary Corporation")

INTO

**DECKERS OUTDOOR CORPORATION,
a Delaware corporation**

(the "Parent Corporation")

**DECKERS OUTDOOR CORPORATION (the "Parent Corporation"),
a corporation organized and existing under the laws of the State of Delaware**

DOES HEREBY CERTIFY:

FIRST: That the Parent Corporation was incorporated on the 3rd day of August, 1993, pursuant to the Delaware General Corporation Law of the State of Delaware, the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of said state.

SECOND: That the Parent Corporation owns **ONE HUNDRED PERCENT (100%)** of the outstanding shares of the stock of **UGG HOLDINGS, INC.** (the "Subsidiary Corporation"), a corporation incorporated on the 13th day of September, 1990, pursuant to the General Corporation Law of the State of California.

THIRD: That the Parent Corporation, by the following resolutions of its Board of Directors, duly adopted by Unanimous Written Consent of its Board of Directors, filed with the Minutes of the Board of Directors, on the 7th day of September, 2004, determined to and did merge into itself said **UGG HOLDINGS, INC.** (the "Subsidiary Corporation").

RESOLVED: That **DECKERS OUTDOOR CORPORATION** (the "Parent Corporation") merge, and it hereby does merge into itself, **UGG HOLDINGS, INC.**, a California corporation (the "Subsidiary Corporation") and assumes all of its obligations; and


RESOLVED, FURTHER: That the merger shall be effective upon the date of filing with the Secretary of State of Delaware; and

RESOLVED, FURTHER: That the proper officer of the Parent Corporation be and he is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said **UGG HOLDINGS, INC.** (the "Subsidiary Corporation") and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger;

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of **DECKERS OUTDOOR CORPORATION** at any time prior to the time that this merger filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, said **DECKERS OUTDOOR CORPORATION** has caused this Certificate to be signed by **DOUGLAS B. OTTO**, its President, this 7th day of **September, 2004**.

DECKERS OUTDOOR CORPORATION

By 
Douglas B. Otto, President