

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/28/2002		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hanover Brands, Inc.		12/28/2002	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	The Company Store Group, LLC		
Street Address:	1500 Harbor Blvd.		
City:	Weehawken		
State/Country:	NEW JERSEY		
Postal Code:	07086		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2032691	AMERIDOWN	
CORRESPONDENCE DATA			
Fax Number:	(312)616-5700		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3126165600		
Email:	trademark@leydig.com		
Correspondent Name:	Tamara Miller		
Address Line 1:	Two Prudential Plaza, 180 N. Stetson		
Address Line 2:	Suite 4900		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	207927		
NAME OF SUBMITTER:	Tamara Miller		
Signature:	/Tamara Miller/		

CH \$40.00 2032691

Date:

10/17/2005

Total Attachments: 3

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Delaware

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The First State

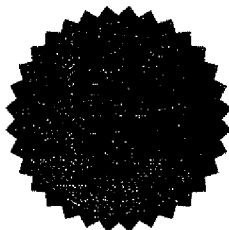
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HANOVER BRANDS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "THE COMPANY STORE GROUP, LLC" UNDER THE NAME OF "THE COMPANY STORE GROUP, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2002, AT 1:11 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

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



3578903 8100M

020794125

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2169497

DATE: 12-24-02

TRADEMARK
REEL: 003176 FRAME: 0217

**STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
DOMESTIC CORPORATION
INTO
DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is **THE COMPANY STORE GROUP, LLC** and the name of the corporation being merged into this surviving limited liability company is **HANOVER BRANDS, INC.**

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is **THE COMPANY STORE GROUP, LLC.**

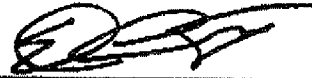
FOURTH: The merger is to become effective as of: 11:59 p.m., December 28, 2002.

FIFTH: The Agreement of Merger is on file at c/o Hanover Direct, Inc., 115 River Road, Building No. 10, Edgewater, New Jersey, 07020, the place of business of the surviving limited liability company.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person on this 19th day of December, 2002.

THE COMPANY STORE GROUP, LLC

By: 
Name: Edward M. Lambert
Title: President