

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/29/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ASHI, Inc.		03/25/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Broder Bros., Co.
Street Address:	4800 Street Road
Internal Address:	6 Neshaminy Interplex, 6th Floor
City:	Trevoze
State/Country:	PENNSYLVANIA
Postal Code:	19053
Entity Type:	CORPORATION: MICHIGAN

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1989637	ALPHA
Registration Number:	2002303	ALPHA SHIRT COMPANY
Registration Number:	2088039	COPA BANANA
Registration Number:	2930590	AUTHENTIC PIGMENT
Registration Number:	2903276	EARTH COLLECTION
Registration Number:	2903275	ALPHA SHIRT COMPANY
Registration Number:	2903274	ALPHA
Registration Number:	2985778	DEVON & JONES
Registration Number:	1990235	EARTH COLLECTION
Registration Number:	1978685	AUTHENTIC PIGMENT
Serial Number:	76595929	DILLY DALLY

OP \$290.00 1989637

CORRESPONDENCE DATA

Fax Number: (215)988-2757
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 215-988-3314
Email: PHTrademarks@dbr.com, harriet.perkins@dbr.com,
judy.dale@dbr.com
Correspondent Name: Harriet E. Perkins
Address Line 1: 18th and Cherry Streets
Address Line 2: One Logan Square
Address Line 4: Philadelphia, PENNSYLVANIA 19103-6996

ATTORNEY DOCKET NUMBER:	141442
NAME OF SUBMITTER:	Judy Dale
Signature:	/judy dale/
Date:	03/21/2006

Total Attachments: 8
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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:

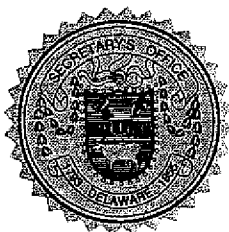
"ASHI, INC.", A DELAWARE CORPORATION,

WITH AND INTO "BRODER BROS., CO." UNDER THE NAME OF "BRODER BROS., CO.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MICHIGAN, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF MARCH, A.D. 2005, AT 9:27 O'CLOCK A.M.

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

3946411 8100M

050252097



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3773238

DATE: 03-29-05

TRADEMARK
REEL: 003272 FRAME: 0952

CERTIFICATE OF OWNERSHIP AND MERGER

of

ASHI, INC.

(a Delaware corporation)

with and into

BRODER BROS., CO.

(a Michigan corporation)

*Adopted in accordance with
the provisions of Section 253
of the General Corporation Law
of the State of Delaware*

* * * *

Broder Bros., Co., a corporation organized and existing under Laws of the State of Michigan, does hereby certify:

1. Broder Bros., Co. was incorporated on August 23, 1966 pursuant to the Michigan Business Corporation Act (the "Parent").
2. The Parent is the owner of all of the outstanding shares of the stock of ASHI, Inc., a Corporation incorporated on February 2, 2000, pursuant to the General Law of the State of Delaware (the "Subsidiary").
3. The laws of the jurisdiction of organization of the Parent permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The surviving corporation in the merger herein certified is Broder Bros., Co., which will continue its existence as the surviving corporation upon the filing of this Certificate of Ownership and Merger and shall become effective upon the filing.
5. The following is a copy of the resolutions adopted on March 25, 2005 by the Board of Directors of the Corporation to merge ASHI, Inc., into the Parent Corporation:

RESOLVED, that the Corporation be, and hereby is, authorized to enter into, and to perform all of its obligations under, any and all agreements or other documents as may be necessary, after consultation with

counsel, to cause ASHI, Inc., a Delaware corporation ("ASHI") to merge with and into the Corporation, with the Corporation being the surviving corporation (the "Merger").

FURTHER RESOLVED, that the forms, terms and provisions of the Agreement and Plan of Merger by and among the Corporation and ASHI (the "Merger Agreement"), substantially in the form reviewed by the undersigned, and the Corporation's performance of its obligations under the Merger Agreement is hereby in all respects, approved.

FURTHER RESOLVED, that the President, any Vice President and the Chief Financial Officer (each a "Proper Officer") be, and each hereby is, authorized and directed, in the name and on behalf of the Corporation, to execute and deliver the Merger Agreement, in the name and on behalf of the Corporation, substantially in the form approved, with such changes therein and modifications thereto as the executing officers may in their discretion approve, which approval shall be conclusively evidenced by their execution thereof.

FURTHER RESOLVED, that each of the Proper Officers be, and each hereby is, authorized to take all such further action, and to execute and deliver any and all agreements or other documents that such Proper Officer may deem necessary and appropriate to complete the Merger.

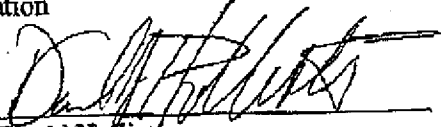
6. The Delaware Secretary of State is appointed as agent for Service of Process. The address to which such process shall be mailed by the Secretary of State of Delaware is:

4800 Street Road, #6
Neshaminy Interplex, 6th Fl.
Trevose, Pennsylvania 19053

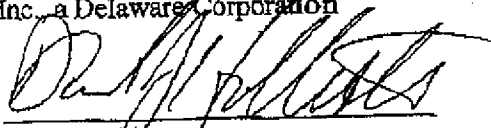
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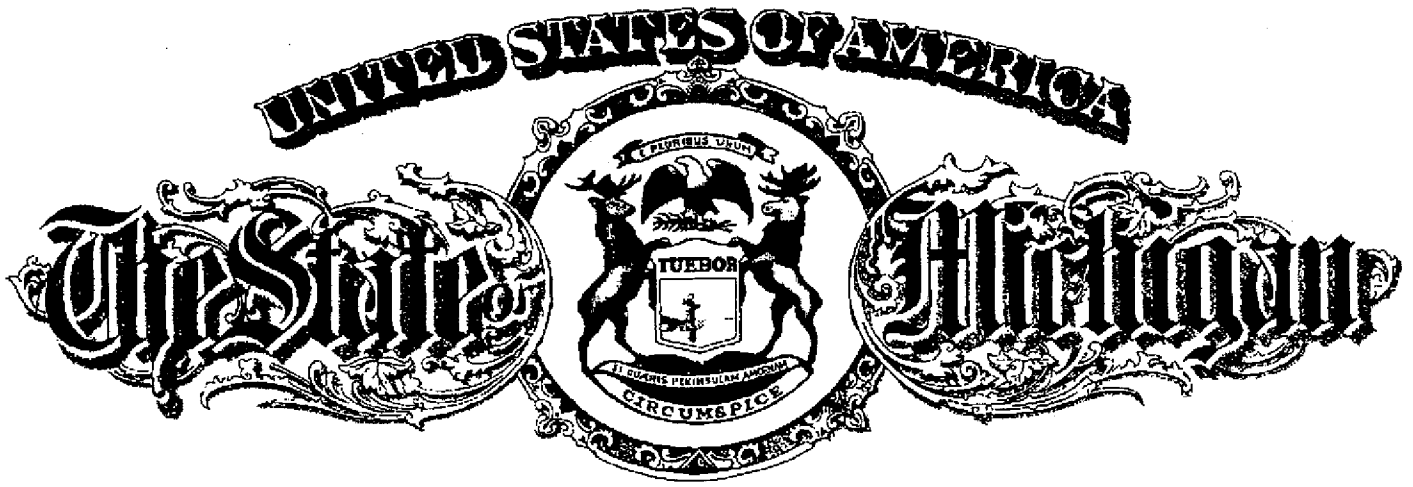
Executed on this 25th day of March, 2005.

BRODER BROS., CO., a Michigan
Corporation

By: 
Name: David Hollister
Its: Chief Financial Officer

ASHI, Inc. a Delaware Corporation

By: 
Name: David Hollister
Its: Vice President



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 30th day of March, 2005

Andrew L. Mitchell, Director

Bureau of Commercial Services

BCS/CD-600m (Rev. 0/03)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES		FILED MAR 29 2005 Administrator BUREAU OF COMMERCIAL SERVICES
Date Received MAR 29 2005	(FOR BUREAU USE ONLY)	
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.		
Name CT Corporation System 6331841 S0		EFFECTIVE DATE: Expiration date for new assumed names: December 31, Expiration date for transferred assumed names appear in item 8
Address 208 South LaSalle Street, Suite 814		
City Chicago	State IL	
Zip Code 60604		

Document will be returned to the name and address you enter above
If left blank document will be mailed to the registered office.

CERTIFICATE OF MERGER

Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

ASHI, Inc.	
Broder Bros., Co.	186-834

b. The name of the surviving (new) entity and its identification number is:

Broder Bros., Co.	186-834
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Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

4800 Street Road, 6 Neshaminy Interplex, 8th Floor, Trevose, PA 18063

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the _____ day of _____

8/1
62.50 GOLD SBAL APPEARS ONLY ON ORIGINAL dmr

3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
ASHI, Inc.	1,000	Common	Common
Broder Bros., Co.	See attached	Class A Common	Class A Common

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows:

At the Effective Time, each share of ASHI Common Stock issued and outstanding immediately prior to the Effective Time shall not be converted in any manner, but shall be surrendered, cancelled and extinguished, ~~for no consideration.~~
The stock of Broder Bros., Co. shall not be affected by the merger.
 The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: The Articles of Incorporation of the surviving corporation in effect immediately prior to the Effective Time shall constitute the Articles of Incorporation of the surviving corporation.

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

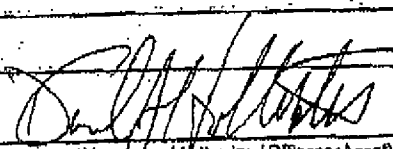
a) The Plan of Merger was approved by the majority consent of the incorporators of _____ a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

 (Signature of Incorporator) (Type or Print Name) (Signature of Incorporator) (Type or Print Name)

 (Signature of Incorporator) (Type or Print Name) (Signature of Incorporator) (Type or Print Name)

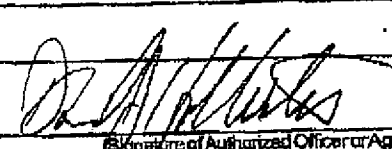
b) The plan of merger was approved by:
 the Board of Directors of Broder Bros., Co., the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

By 
 (Signature of Authorized Officer or Agent)
 David Hollister, Chief Financial Officer

 (Type or print name)
 Broder Bros., Co.

 (Name of Corporation)

By 
 (Signature of Authorized Officer or Agent)
 David Hollister, Vice President

 (Type or print name)
 ASHI, Inc.

 (Name of Corporation)

**Attachment to Articles of Merger
Issued Shares by Class and Series of Broder Bros., Co.**

The issued and outstanding stock of Broder Bros., Co. consists of the following class and series:

10,211,111 shares of Class A common stock, par value \$0.01 per share;

29,025,688 shares of Class B common stock, par value \$0.01 per share; and

7,503,292 shares of Class L common stock, consisting of:

1,000,000 shares are Class L common stock, Series 1, par value \$0.01 per share,

966,791 shares are Class L common stock, Series 2, par value \$0.01 per share,

2,814,992 shares are Class L common stock, Series 3, par value \$0.01 per share; and

2,721,509 shares are Class L common stock, Series 4, par value \$0.01 per share.