

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Mesne Change of Name		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Earth.Com, Inc.		01/25/2006	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	Planet, Inc.		
Street Address:	135 2nd Avenue		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02451		
Entity Type:	CORPORATION: MASSACHUSETTS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2520849	PLANETSHOES.COM	
Registration Number:	2502759	PLANET SHOES	
CORRESPONDENCE DATA			
Fax Number:	(617)646-8646		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	617-646-8000		
Email:	dwtrademarks@wolfgreenfield.com		
Correspondent Name:	David Wolf		
Address Line 1:	600 Atlantic Avenue		
Address Line 2:	Wolf, Greenfield & Sacks, P.C.		
Address Line 4:	Boston, MASSACHUSETTS 02210-2206		
ATTORNEY DOCKET NUMBER:	E0354.40001US00/DW		
NAME OF SUBMITTER:	David Wolf		
Signature:	/dw/		

CH \$65.00 2520849

Date:

06/30/2006

Total Attachments: 12

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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

021

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

Name Approved

We, Philippe Meynard, *President / *Vice-President,

and Arlette Meynard, *Clerk / *Assistant-Clerk,

of EARTH . COM, INC.
(Exact name of corporation)

located at 763 Salem End Road, Framingham, MA 01702
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article 1
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on March 10, 2000 by vote of:

2,000 shares of Common of 2,000 shares outstanding,
(type, class & series, if any)
 shares of of shares outstanding, and
(type, class & series, if any)
 shares of of shares outstanding,
(type, class & series, if any)

C
P
M
R.A.

***being at least a majority of each type, class or series outstanding and entitled to vote thereon; / or ***being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby;

4

*Delete the inapplicable words. **Delete the inapplicable clause.
* For amendments adopted pursuant to Chapter 156B, Section 70.
* For amendments adopted pursuant to Chapter 156B, Section 71.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

P.C.

To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total presently authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Article 1 is amended to change the name of the corporation

From: EARTH . COM, INC.

To: Earth Footwear, Inc.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 22nd day of March, ~~BY~~ 2000

[Signature] _____, *President / *Vice President

[Signature] _____, *Clerk / *Assistant Clerk

**Delete the inapplicable words.*

699094

#2970

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

SIGNED AND SEALED FOR THE COMMONWEALTH

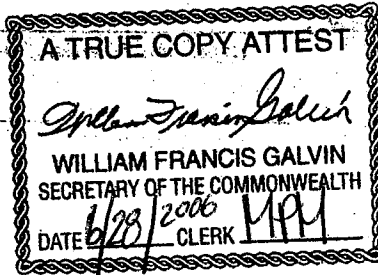
I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 27th day of March 2000.

Effective date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



0011827 00 94 97

TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

ARLETTE MEYHARD
763 SALEM END ROAD
FRAMINGHAM MA 01702

Telephone (508) 620-6500

SW 12/15

529

Examiner

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

021

AK/RS
Name:
Approved

We, Philippe Meynard, President / Vice-President,

and Arlette Meynard, Clerk / Assistant Clerk,

of Earth Footwear, Inc.
(Exact name of corporation)

located at 763 Salem End Road, Framingham, MA 01702
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article 1

(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on November 10, 19 2000, by vote of:

2,000 shares of Common of 2,000 shares outstanding,
(type, class & series, if any)

 shares of of shares outstanding, and
(type, class & series, if any)

 shares of of shares outstanding,
(type, class & series, if any)

C
P
M
R.A.

¹being at least a majority of each type, class or series outstanding and entitled to vote thereon; / or ²being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby;

4

*Delete the inapplicable words. **Delete the inapplicable clause.
For amendments adopted pursuant to Chapter 156B, Section 70.
For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

P.C.

2/9/99 NC

To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Article 1 is amended to change the name of the corporation

From: Earth Footwear, Inc.

To: Planet Shoes, Inc.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 8TH day of December, ~~19~~ 2000

PH ✓ [Signature] _____, *President / *Vice-President

AH ✓ [Signature] _____, *Clerk / *Assistant-Clerk

*Delete the inapplicable words.

732169

65T

THE COMMONWEALTH OF MASSACHUSETTS

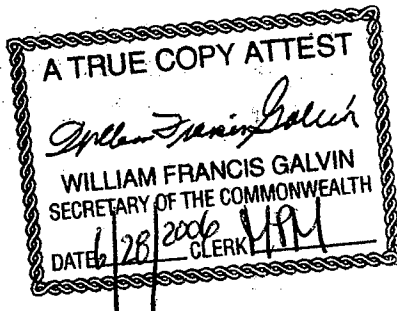
ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in
the amount of \$100.00 having been paid, said articles are deemed
to have been filed with me this 14th day of DECEMBER
2000

Effective date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth



TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Kenneth C. Cummins, Esq.

66 B Street, Designs Suite

Needham, MA 02494

D
PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Amendment
(General Laws Chapter 156D, Section 10.06; 950 CMR 113.34)

FORM 100 (REV. 12/01)

(1) Exact name of corporation: Planet Shoes, Inc.

(2) Registered office address: 135 Second Avenue, Waltham, MA 02451
(number, street, city or town, state, zip code)

(3) These articles of amendment affect article(s): One
(specify the number(s) of article(s) being amended (I-VI))

(4) Date adopted: January 25, 2006
(month, day, year)

(5) Approved by:

(check appropriate box)

- the incorporators.
 the board of directors without shareholder approval and shareholder approval was not required.
 the board of directors and the shareholders in the manner required by law and the articles of organization.

(6) State the article number and the text of the amendment. Unless contained in the text of the amendment, state the provisions for implementing the exchange, reclassification or cancellation of issued shares.

Article One: The name of the corporation is hereby changed from Planet Shoes, Inc. to:

Planet, Inc.

To change the number of shares and the par value, * if any, of any type, or to designate a class or series, of stock, or change a designation of class or series of stock, which the corporation is authorized to issue, complete the following:

Total authorized prior to amendment:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE

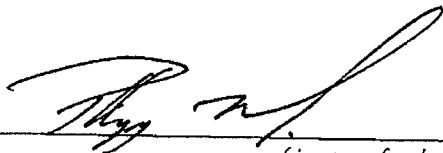
Total authorized after amendment:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE

(7) The amendment shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

*G.L. Chapter 156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. Chapter 156D, Section 6.21, and the comments relative thereto.

Signed by: _____



(signature of authorized individual)

- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary,

on this 25th day of January, 2006

TRADEMARK
REEL: 003340 FRAME: 0760

0908 3335

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Amendment
(General Laws Chapter 156D, Section 10.06; 950 CMR 113.34)

I hereby certify that upon examination of these articles of amendment, it appears that the provisions of the General Laws relative thereto have been complied with, and the filing fee in the amount of \$100 having been paid, said articles are deemed to have been filed with me this 31st day of January, 2006, at 2:13 a.m. ^{time}

Effective date: _____
(must be within 90 days of date submitted)

William Francis Galvin
WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

968319

Filing fee: Minimum filing fee \$100 per article amended, stock increases \$100 per 100,000 shares, plus \$100 for each additional 100,000 shares or any fraction thereof.

MS
Examined *released*
Res. Rub. K.F. sec
Name approval

TO BE FILLED IN BY CORPORATION
Contact Information:

C
M

Merek S. Rubin, Esq.

Rubin, Hay & Gould, P.C.

205 Newbury Street, Framingham, MA 01701

Telephone: 508-875-5222

Email: mrubin@rhglaw.com

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

SECRETARY OF THE
COMMONWEALTH
2006 JAN 31 PM 2:18
CORPORATION DIVISION