

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/02/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nicole Corporation		07/02/2004	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	Nicole Shades, LLC
Street Address:	3615 Superior Avenue
City:	Cleveland
State/Country:	OHIO
Postal Code:	44114
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2557760	J ALEXANDER

CORRESPONDENCE DATA

Fax Number: (312)861-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-861-2000
 Email: dgasiorowski@kirkland.com
 Correspondent Name: Kirkland & Ellis LLP
 Address Line 1: 200 East Randolph Drive
 Address Line 2: Donna Gasiorowski, Sr. Legal Asst.
 Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	37460-17 DRG
NAME OF SUBMITTER:	Donna Gasiorowski
Signature:	/Donna Gasiorowski/

CH \$40.00 2557760

Date:

09/18/2006

Total Attachments: 3

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Delaware

PAGE 1

The First State

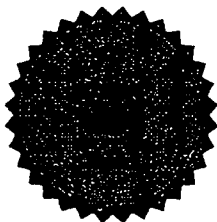
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NICOLE CORPORATION", A OHIO CORPORATION,

WITH AND INTO "NICOLE SHADES, LLC" UNDER THE NAME OF "NICOLE SHADES, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JULY, A.D. 2004, AT 4:24 O'CLOCK P.M.

3814949 8100M

040492137



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3215241

DATE: 07-06-04

TRADEMARK
REEL: 003392 FRAME: 0465

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:24 PM 07/02/2004
FILED 04:24 PM 07/02/2004
SRV 040492137 - 3814949 FILE

**CERTIFICATE OF MERGER
MERCING
NICOLE CORPORATION
(an Ohio corporation)**

WITH AND INTO

**NICOLE SHADES, LLC
(a Delaware limited liability company)**

*In accordance with the provisions of Section 18-209 of the
Limited Liability Company Act of the State of Delaware*

The undersigned, being duly authorized to execute and file this Certificate of Merger for the purpose of merging Nicole Corporation with and into Nicole Shades, LLC pursuant to the Section 18-209 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

FIRST: The constituent business entities participating in the merger herein certified are: (i) Nicole Corporation which is organized under the laws of the State of Ohio ("Nicole"); and (ii) Nicole Shades, LLC, which is organized under the laws of the State of Delaware (the "Company").

SECOND: A Restructuring Agreement has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent entities in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Law, by Nicole and the Company.

THIRD: The name of the surviving limited liability company in the merger herein certified is Nicole Shades, LLC, which will continue its existence as said surviving limited liability company under its present name upon the effective date of said merger pursuant to the provisions of the Limited Liability Company Act of the State of Delaware.

FOURTH: The Certificate of Formation of the Company, as now in force and effect, shall continue to be the Certificate of Formation of said surviving limited liability company until amended and changed pursuant to the provisions of the Delaware Limited Liability Company Law.

FIFTH: The executed Restructuring Agreement between the aforesaid constituent business entities is on file at the principal place of business of the aforesaid surviving limited liability company, the address of which is as follows: One Early Street, Ellwood City, PA, Attention: President.

SIXTH: A copy of the aforesaid Restructuring Agreement will be furnished by the aforesaid surviving limited liability company, on request, and without cost, to any member of the the surviving limited liability company or stockholder of Nicole.

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent business entities, pursuant to the Limited Liability Company Act of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Company and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 2nd day of July, 2004.

Nicole Shades, LLC,
a Delaware limited liability company

By: /s/ Corey Golde
Name: Corey Golde
Title: Vice President