



103418521

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

BUCCELLATI HOLDING AMERICA, INC.

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) NEW YORK

Additional names of conveying parties attached? Yes No

3. Nature of conveyance (Execution Date(s) :

Execution Date(s) 12/27/2006

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: BUCCELLATI, INC.

Internal Address: _____
Address: _____

Street Address: 333 SOUTH HIGHLAND AVE.

City: BRIARCLIFF MANOR

State: NEW YORK

Country: USA Zip: 10510

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____

Citizenship _____
Citizenship _____
Citizenship _____
Citizenship NEW YORK
Citizenship _____
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

0865932, 0841635

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

BUCCELLATI, TYPED DRAWING

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: GISELLA LEVI CAROTI

Internal Address: _____

Street Address: 40 WALL STREET

City: NEW YORK

State: NY Zip: 10005

Phone Number: 212-471-8523

Fax Number: 212-344-3333

Email Address: GICAROTI@HERZFELD-RUBIN.COM

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed FEE PAID

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Gisella Levi Caroti
Signature

JUNE 21, 2007
Date

GISELLA LEVI CAROTI
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

F 061228000 SDS

**CERTIFICATE
OF
MERGER
OF**

**Buccellati Holding America, Inc., Buccellati Silver, Ltd., Buccellati
California, Inc.; Buccellati Gold Corporation and Buccellati Aspen LLC,
INTO
Buccellati, Inc.**

UNDER SECTION 904-a OF THE BUSINESS CORPORATION LAW

The undersigned, Andrea Buccellati and Gisella Levi Caroti, being, respectively, the president and the secretary of Buccellati, Inc., a domestic corporation duly organized and existing under and by virtue of the laws of New York; Andrea Buccellati and Gisella Levi Caroti, being, respectively, the president and the secretary of Buccellati Holding America, Inc., a domestic corporation duly organized and existing under and by virtue of the laws of New York; Andrea Buccellati and Gisella Levi Caroti, being, respectively, the president and the secretary of Buccellati Silver, Ltd., a domestic corporation duly organized and existing under and by virtue of the laws of New York; Andrea Buccellati and Gisella Levi Caroti, being, respectively, the president and the secretary of Buccellati Gold Corporation, a foreign corporation duly organized and existing under and by virtue of the laws of the State of Delaware; Andrea Buccellati and Gisella Levi Caroti, being, respectively, the president and the secretary of Buccellati California, Inc., a foreign corporation duly organized and existing under and by virtue of the laws of the State of Delaware; and, Andrea Buccellati and Gisella Levi Caroti, being, respectively, the president and the secretary of Buccellati Aspen LLC, a limited liability

company duly organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify and set forth:

1. (a) The name of each constituent corporation and entity is as follows:

Buccellati, Inc., a New York corporation;

Buccellati Holding America, Inc., a New York corporation (the name under which Buccellati Holding America, Inc. was formed is Mario Buccellati, Inc.);

Buccellati Gold Corporation, a Delaware corporation;

Buccellati Silver, Ltd., a New York corporation (the name under which Buccellati Silver, Ltd. was formed is Buccellati Silver, Ltd.);

Buccellati California, Inc., a Delaware corporation; and

Buccellati Aspen LLC, a Delaware limited liability company.

- (b) The name of the surviving corporation is: Buccellati, Inc.

2. As to the certificates of incorporation of Buccellati Holding America, Inc., Buccellati, Inc., Buccellati Gold Corporation, Buccellati Silver, Ltd., Buccellati California, Inc. and the certificate of formation of Buccellati Aspen LLC:

COMPANY	JURISDICTION OF INCORPORATION OR FORMATION	DATE OF INCORPORATION OR FORMATION
Buccellati Holding America, Inc.	New York	October 6, 1952, incorporated under the name Mario Buccellati, Inc.
Buccellati, Inc.	New York	February 3, 1994
Buccellati Silver, Ltd.	New York	May 25, 1965, incorporated under the name Buccellati Silver, Ltd.
Buccellati California, Inc.	Delaware	April 12, 1988
Buccellati Gold Corporation	Delaware	July 11, 1995
Buccellati Aspen, LLC	Delaware	June 23, 2006

3. No application by Buccellati California, Inc. for authority to do business in the State of New York has been filed by the Department of State of the State of New York.

4. No application by Buccellati Aspen LLC for authority to do business in the State of New York has been filed by the Department of State of the State of New York.

5. No application by Buccellati Gold Corporation for authority to do business in the State of New York has been filed by the Department of State of the State of New York.

6. The merger is permitted by the laws of the state of incorporation of each foreign corporation and the laws of the state of formation of each foreign limited liability company constituent to this merger and is in compliance therewith.

7. The Agreement and Plan of Merger has been approved, adopted, and executed by each of the constituent corporations and business entities which is to merge.

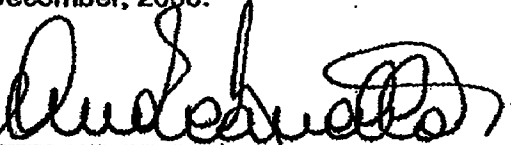
8. The Agreement and Plan of Merger is on file at 333 South Highland Avenue, Briarcliff Manor, New York, 10510, the place of business of the surviving corporation.


9. The merger shall be effective on the 31st day of December, 2006.

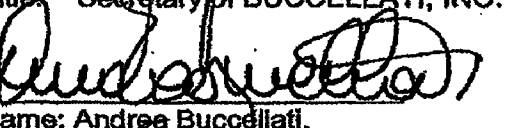
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IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.


Executed on this 27th day of December, 2006.


By: 
Name: Andrea Buccellati,
Title: President of BUCCELLATI, INC.

By: 
Name: Gisella Levi Caroti,
Title: Secretary of BUCCELLATI, INC.

By: 
Name: Andrea Buccellati,
Title: President of BUCCELLATI
HOLDING AMERICA, INC.

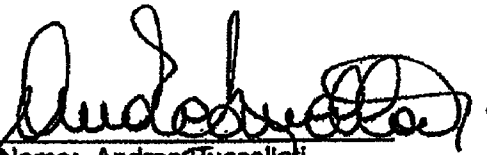
By: 
Name: Gisella Levi Caroti,
Title: Secretary of BUCCELLATI
HOLDING AMERICA, INC.

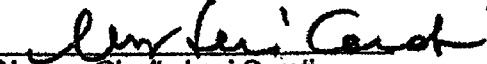
By: 
Name: Andrea Buccellati,
Title: President of BUCCELLATI
SILVER, LTD.

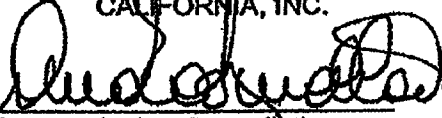
By: 
Name: Gisella Levi Caroti,
Title: Secretary of BUCCELLATI
SILVER, LTD.


[ADDITIONAL SIGNATURE PAGE BELOW]

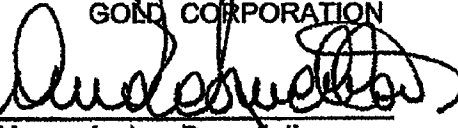
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By: 
Name: Andrea Buccellati,
Title: President of BUCCELLATI
CALIFORNIA, INC.

By: 
Name: Gisella Levi Caroti,
Title: Secretary of BUCCELLATI
CALIFORNIA, INC.

By: 
Name: Andrea Buccellati,
Title: President of BUCCELLATI
GOLD CORPORATION

By: 
Name: Gisella Levi Caroti,
Title: Secretary of BUCCELLATI
GOLD CORPORATION

By: 
Name: Andrea Buccellati,
Title: Managing Member of
BUCCELLATI ASPEN LLC

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CERTIFICATE
OF
MERGER
OF

Buccellati Holding America, Inc., Buccellati Silver, Ltd., Buccellati
California, Inc., Buccellati Gold Corporation and Buccellati Aspen LLC,
INTO
Buccellati, Inc.

Under Section 904-a of the Business Corporation Law

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STATE OF NEW YORK
DEPARTMENT OF STATE

DEC 28 2006

FILED
TAXS
BY: JAS

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FILED BY:
WOLZ CORPORATE USA INC.
36 SOUTH 18TH AVENUE, SUITE D
BRIGHTON, CO 80601

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DELANEY #30

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