

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/08/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lutz Enterprises, Inc.		11/08/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Sneaker Villa, Inc.
Doing Business As:	DBA Sneaker Villa
Street Address:	1926 Arch Street
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19103
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	76153621	SNEAKER VILLA
Registration Number:	2475926	SNEAKER VILLA

CORRESPONDENCE DATA

Fax Number: (215)279-5598
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 215-279-5626
 Email: Larry.E.Long@gmail.com
 Correspondent Name: Lawrence E Long
 Address Line 1: 1926 Arch Street
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	Lawrence E Long
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Signature:	/Larry Long/
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OP \$65.00 76153621

Date:

10/25/2007

Total Attachments: 5

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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:

"LUTZ ENTERPRISES, INC.", A PENNSYLVANIA CORPORATION,
"THREEJAY ENTERPRISES, INC.", A PENNSYLVANIA CORPORATION,
WITH AND INTO "SNEAKER VILLA, INC." UNDER THE NAME OF
"SNEAKER VILLA, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE EIGHTH DAY OF NOVEMBER, A.D. 2005, AT 5:42
O'CLOCK P.M.

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



4039283 8100M

050913069

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4286152

DATE: 11-09-05
TRADEMARK

REEL: 003646 FRAME: 0757

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is SNEAKER VILLA, INC., a Delaware corporation, and the name of the corporations being merged into this surviving corporation are LUTZ ENTERPRISES, INC., a Pennsylvania corporation, and THREEJAY ENTERPRISES, INC., a Pennsylvania corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is SNEAKER VILLA, INC., a Delaware corporation.

FOURTH: The Certificate of Incorporation of SNEAKER VILLA, INC. as in effect immediately prior to the merger shall be amended as set forth in Annex 1 hereto and, as so amended, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The authorized stock and par value of the non-Delaware corporations are: LUTZ ENTERPRISES, INC., 100,000 shares of common stock, par value \$1.00 per share and THREEJAY ENTERPRISES, INC., 100,000 shares of common stock, par value \$1.00 per share.

SIXTH: The merger is to become effective on the filing of this Certificate of Merger.

SEVENTH: The Agreement of Merger is on file at SNEAKER VILLA, INC., 645 Penn Street, Reading, PA, 19601, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 8 day of November, A.D. 2005.

By: Jason Lutz
Authorized Officer
Name: Presi JASON LUTZ
Print or Type
Title: President

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:54 PM 11/08/2005
FILED 05:42 PM 11/08/2005
SRV 050913069 - 4039283 FILE

**TRADEMARK
REEL: 003646 FRAME: 0758**

ANNEX 1

CERTIFICATE OF INCORPORATION

CERTIFICATE OF INCORPORATION
OF
SNEAKER VILLA, INC.

ARTICLE I

The name of this corporation is SNEAKER VILLA, INC.

ARTICLE II

The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, suite 400 in the City of Wilmington, County of New Castle. The name of its registered agent at that address is Corporation Service Company.

ARTICLE III

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "General Corporation Law")

ARTICLE IV

This corporation is authorized to issue one class of stock to be designated "Common Stock." The total number of shares which this corporation is authorized to issue is One Million (1,000,000) shares of Common Stock, par value \$0.001 per share.

ARTICLE V

Except as otherwise provided in this Certificate of Incorporation, in furtherance and not in limitation of the powers conferred by statute, the Board is expressly authorized to make, repeal, alter, amend and rescind any or all of the bylaws of this corporation (the "Bylaws").

ARTICLE VI

The number of directors of this corporation shall be fixed from time to time by a Bylaw or amendment thereof duly adopted by the Board or by the stockholders, unless such number is otherwise set forth herein.

ARTICLE VII

Elections of directors need not be by written ballot unless the Bylaws shall so provide.

ARTICLE VIII

Meetings of the stockholders of this corporation may be held within or without the State of Delaware, as the Bylaws may provide. The books of this corporation may be kept (subject to any provision contained in applicable statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors of this corporation or in the Bylaws.

ARTICLE IX

A director of this corporation shall, to the fullest extent permitted by the General Corporation Law as it now exists or as it may hereafter be amended, not be personally liable to this corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to this corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the General Corporation Law is amended, after approval by the stockholders of this Article, to authorize corporation action further eliminating or limiting the personal liability of directors, then the liability of a director of this corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law, as so amended.

Any amendment, repeal or modification of this Article IX, or the adoption of any provision of this Certificate of Incorporation inconsistent with this Article IX, by the stockholders of this corporation shall not apply to or adversely affect any right or protection of a director of this corporation existing at the time of such amendment, repeal, modification or adoption.

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provision contained in this amended Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation

ARTICLE XI

To the fullest extent permitted by applicable law, this corporation is authorized to provide indemnification of (and advancement of expenses to) agents of this corporation (and any other persons to which General Corporation Law permits this corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law, subject only to limits created by applicable General Corporation Law (statutory or non-statutory), with respect to actions for breach of duty to this corporation, its stockholders, and others.

Any amendment, repeal or modification of the foregoing provisions of this Article XI shall not adversely affect any right or protection of a director, officer, agent, or other person existing at the time of, or increase the liability of any such person with respect to any acts or omissions of such director, officer, agent or other person occurring prior to, such amendment, repeal or modification.