

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/12/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
American Apparel Inc.		12/12/2007	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	AAI Acquisition LLC		
Street Address:	405 Lexington Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10174		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3288903	PANTYTIME	
CORRESPONDENCE DATA			
Fax Number:	(949)450-1588		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	949-450-8500		
Email:	venus@hkwllp.com		
Correspondent Name:	Venus Griffith Trunnel		
Address Line 1:	15615 Alton Parkway		
Address Line 2:	Suite 175		
Address Line 4:	Irvine, CALIFORNIA 92618		
ATTORNEY DOCKET NUMBER:	AMERICAN APPAREL		
NAME OF SUBMITTER:	Venus Griffith Trunnel		
Signature:	/Venus G. Trunnel/		

OP \$40.00 3288903

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TRADEMARK  
REEL: 003678 FRAME: 0907

Date:

12/14/2007

Total Attachments: 2

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**State of California**  
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 12 2007

*Debra Bowen*

DEBRA BOWEN  
Secretary of State

00887020



# State of California Secretary of State

OBE MERG

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California

DEC 12 2007

## CERTIFICATE OF MERGER

(Corporations Code sections 1113(g), 6019.1, 8019.1,  
9640, 12540.1, 15678.4, 16015(b) and 17552)

**IMPORTANT — Read all instructions before completing this form.**

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY <b>AAI Acquisition LLC</b>	2. TYPE OF ENTITY <b>Limited Liability Company</b>	3. CA SECRETARY OF STATE FILE NUMBER <b>200729010015</b>	4. JURISDICTION <b>California</b>
5. NAME OF DISAPPEARING ENTITY <b>American Apparel Inc.</b>	6. TYPE OF ENTITY <b>Corporation</b>	7. CA SECRETARY OF STATE FILE NUMBER <b>C2453845</b>	8. JURISDICTION <b>California</b>

9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NECESSARY.

SURVIVING ENTITY			DISAPPEARING ENTITY		
CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED
100 Membership Units		Affirmative vote of the sole member of AAI Acquisition LLC	100,000 Shares of Common Stock		Majority of the shareholders of American Apparel Inc.

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT.

☐ No vote of the shareholders of the parent party was required. ☒ The required vote of the shareholders of the parent party was obtained.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY.

None

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

PRINCIPAL ADDRESS OF SURVIVING ENTITY <b>N/A</b>	CITY AND STATE	ZIP CODE
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13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER.

15. FUTURE EFFECTIVE DATE, IF ANY

(Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

<u>Jonathan J. Leddecky</u> SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	<u>12/11/07</u> DATE	<u>Jonathan J. Leddecky, Sole Manager</u> TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
<u>[Signature]</u> SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY	<u>12/6/07</u> DATE	<u>Dov Charney, President</u> TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON
<u>[Signature]</u> SIGNATURE OF AUTHORIZED PERSON FOR THE DISAPPEARING ENTITY	<u>12/6/07</u> DATE	<u>Sang Ho Lim, Secretary</u> TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing:

OBE MERGER-1 (REV 09/2006)

APPROVED BY SECRETARY OF STATE



TRADEMARK

RECORDED: 12/14/2007

REEL: 003678 FRAME: 0910