TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Assignee citizenship previously recorded on Reel 002801 Frame 0200. Assignor(s) hereby confirms the citizenship should be CALIFORNIA.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Gap (Apparel) Inc.		01/31/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Gap (Apparel), LLC
Street Address:	2 Folsom Street
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94105
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 199

Property Type	Number	Word Mark
Registration Number:	944941	THE GAP
Registration Number:	944942	THE GAP
Registration Number:	1055151	THE GAP
Registration Number:	1097038	THE GAP
Registration Number:	1129294	GAP
Registration Number:	1129295	GAP
Registration Number:	1133389	
Registration Number:	1273620	SUPERBLUE
Registration Number:	1406870	GAP
Registration Number:	1416058	GAP KIDS
Registration Number:	1416059	GAP KIDS
Registration Number:	1488583	WORLD CLASSIC
Registration Number:	1544546	BEST BASICS

CH $4990.00 944941

Registration Number:	1556935	WORLD CLASSIC
Registration Number:	1576510	GAP
Registration Number:	1586853	WORLDWIDE
Registration Number:	1587827	GAP KIDS
Registration Number:	1671790	BABY GAP
Registration Number:	1675154	BABY GAP
Registration Number:	1708644	GAPSHARE
Registration Number:	1716924	FOR EVERY GENERATION
Registration Number:	1744610	GAP KIDS
Registration Number:	1745875	GAP
Registration Number:	1746201	BABY GAP
Registration Number:	1749044	BABY GAP
Registration Number:	1750214	GAP KIDS
Registration Number:	1752562	GAP
Registration Number:	1808207	GAP
Registration Number:	1829759	BABYGAP
Registration Number:	1846091	CLOSE
Registration Number:	1856136	BABY GAP
Registration Number:	1861981	GAP FOUNDATION
Registration Number:	1906665	BABY GAP
Registration Number:	1912355	GAP KIDS
Registration Number:	1912356	GAP
Registration Number:	1921415	DAY
Registration Number:	1925003	
Registration Number:	1929779	
Registration Number:	1945294	
Registration Number:	1945295	
Registration Number:	1950476	GAP ATHLETIC
Registration Number:	2003751	GAP
Registration Number:	2006270	GAP SCENTS
Registration Number:	2020312	GAP
Registration Number:	2020323	GAP OUTLET
Registration Number:	2036599	HEAVEN
Registration Number:	2049950	GAP
Registration Number:	2069913	

Registration Number:	2070168	GAP
Registration Number:	2098458	
Registration Number:	2107927	PRO FLEECE
Registration Number:	2112991	ACTIVE COMPLEX
Registration Number:	2116884	
Registration Number:	2117769	
Registration Number:	2127948	HEAVEN
Registration Number:	2129661	HEAVEN
Registration Number:	2138241	GAP
Registration Number:	2146558	GAP
Registration Number:	2146666	
Registration Number:	2169760	HEAVEN
Registration Number:	2176659	GAPKIDS.COM
Registration Number:	2176915	BABY GAP
Registration Number:	2177243	WORLD STANDARD
Registration Number:	2212384	SOLID SCENT DREAM GAP
Registration Number:	2212385	SOLID SCENT GAP
Registration Number:	2221076	GAP.COM
Registration Number:	2231348	EVERY V-NECK ... ONLY GAP
Registration Number:	2254905	HOW EASY IS THIS?
Registration Number:	2255655	OM
Registration Number:	2263508	BLUE NO. 655
Registration Number:	2265430	BLUE NO. 655
Registration Number:	2293174	B L U E N O . 6 5 5
Registration Number:	2293175	GAP BLUE NO. 655
Registration Number:	2293901	
Registration Number:	2296488	B L U E N O . 6 5 5
Registration Number:	2326669	GEEKTRONICA
Registration Number:	2341527	GAP
Registration Number:	2356121	GAP BODY
Registration Number:	2408223	GAP BLUE NO.655
Registration Number:	2410999	BABYGAP.COM
Registration Number:	2428556	NOT SOCKS
Registration Number:	2431833	GAP
Registration Number:	2431834	GAP

Registration Number:	2431835	GAP
Registration Number:	2449575	1969
Registration Number:	2459981	100% COLOR
Registration Number:	2472275	THAT'S HOLIDAY
Registration Number:	2481933	GAP KIDS
Registration Number:	2481934	GAP KIDS
Registration Number:	2481935	BABY GAP
Registration Number:	2481936	BABY GAP
Registration Number:	2481937	BABY GAP
Registration Number:	2481995	BABY GAP
Registration Number:	2481996	BABY GAP
Registration Number:	2481997	GAP
Registration Number:	2481998	GAP
Registration Number:	2482506	GAP
Registration Number:	2482507	GAP
Registration Number:	2496372	GAP KIDS
Registration Number:	2496373	GAP
Registration Number:	2497963	BABY GAP
Registration Number:	2498432	GAP KIDS
Registration Number:	2498433	GAPKIDS.COM
Registration Number:	2498434	GAP BODY
Registration Number:	2500467	GAP
Registration Number:	2500468	GAP KIDS
Registration Number:	2501641	GAP KIDS
Registration Number:	2501642	BABY GAP
Registration Number:	2510169	DREAM
Registration Number:	2510170	DREAM
Registration Number:	2512889	GAP
Registration Number:	2523480	E-WAIST
Registration Number:	2525390	VIRTUAL STYLE
Registration Number:	2526898	BABY GAP
Registration Number:	2527652	GAP
Registration Number:	2528640	GAP
Registration Number:	2532258	GAP
Registration Number:	2537352	YOU'RE IN CHARGE

Registration Number:	2540610	GAP.COM
Registration Number:	2564610	GAP
Registration Number:	2566133	CLOSE
Registration Number:	2573911	FAVORITE T
Registration Number:	2573967	BORN GIFTED
Registration Number:	2578821	GAP KIDS
Registration Number:	2589834	GAP
Registration Number:	2594439	GIFTED
Registration Number:	2602697	
Registration Number:	2615558	GIVE YOUR GIFT
Registration Number:	2621691	INDUSTRIAL STANDARD
Registration Number:	2638121	GAP
Registration Number:	2644131	GAP
Registration Number:	2652580	
Registration Number:	2656603	GAPCOLOR
Registration Number:	2659476	GAP
Registration Number:	2667661	GAP KIDS
Registration Number:	2668050	GAP BODY
Registration Number:	2668051	GAP BODY
Registration Number:	2669157	GAP KIDS
Registration Number:	2675048	BABYGAP.COM
Registration Number:	2677243	GAP
Registration Number:	2687233	GAP
Registration Number:	2691054	GAP FACTORY STORE
Registration Number:	2698780	STORM BUSTER
Registration Number:	2700564	GAP
Registration Number:	2719358	
Registration Number:	2719435	GAP
Registration Number:	2721540	GAP KIDS
Registration Number:	2721590	BABY GAP
Registration Number:	2732249	GAPCOLOR
Registration Number:	2732265	BABY GAP
Registration Number:	2732329	GAPBODY
Registration Number:	2733486	NINETEEN SIXTY-NINE
Registration Number:	2739143	G

Registration Number:	2740476	GAP
Registration Number:	2740535	GAPBODY
Registration Number:	2750430	SUPERLASTIC
Registration Number:	2753007	GAP KIDS
Registration Number:	2761754	GAP KIDS
Registration Number:	2762325	GAP KIDS
Registration Number:	2766797	GAP
Registration Number:	2772966	GAP
Registration Number:	2773565	GAP KIDS
Registration Number:	2775613	GAP BODY
Registration Number:	2778009	GAP
Registration Number:	2779562	GAPCOLOR
Registration Number:	2784298	GAP BODY
Registration Number:	2786409	BABY GAP
Registration Number:	2786410	BABY GAP
Registration Number:	2791191	GAP KIDS
Registration Number:	2791427	GAP
Registration Number:	2791429	GAP
Registration Number:	2802271	GAP KIDS
Registration Number:	2826536	THE GAP
Registration Number:	2826537	THE GAP
Registration Number:	2826539	WORLD STANDARD SAN FRANCISCO, CALIFORNIA
Registration Number:	2833117	GAP KIDS
Registration Number:	2833347	COOL GROOVE
Registration Number:	2833348	GLAM GROOVE
Registration Number:	2833349	COSMIC GROOVE
Registration Number:	2837393	GAP
Registration Number:	2849400	GAPGIRL
Registration Number:	2855822	GAP
Registration Number:	2860344	GAP
Registration Number:	2860345	GAPGIRL
Registration Number:	2867795	BABY GAP
Registration Number:	2913249	TRULY DEVOTED
Registration Number:	2913817	GAP
Registration Number:	2915048	SIMPLY WHITE

Registration Number:	2917623	SO PINK
Registration Number:	2934204	DREAM MORE
Registration Number:	2953478	100% BODY CARE
Registration Number:	3091059	CLOSER
Registration Number:	3114794	GAP
Serial Number:	78126492	GAP
Serial Number:	78238432	STRIKE A NEW CORD
Serial Number:	78238767	STRIKE A NEW CORD
Serial Number:	78324670	DREAM MORE
Serial Number:	78358125	GAP CLOSER
Serial Number:	78358336	CLOSER GAP

CORRESPONDENCE DATA

Fax Number: (415)427-2166

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 415-427-5575

Email: ip@gap.com

Correspondent Name: Lindsey Mohle

Address Line 1: 2 Folsom Street

Address Line 4: San Francisco, CALIFORNIA 94105

NAME OF SUBMITTER:	Lindsey Mohle
Signature:	/lm/
Date:	12/17/2007

Total Attachments: 10

source=orig cover sheet#page1.tif

source=orig cover sheet#page2.tif

source=orig cover sheet#page3.tif

source=orig cover sheet#page4.tif

source=orig cover sheet#page5.tif

source=orig cover sheet#page6.tif

source=orig cover sheet#page7.tif

source=orig cover sheet#page8.tif

source=Cert of Conversion#page1.tif

source=Cert of Conversion#page2.tif

Serial Number:	74417035	BABY GAP
Serial Number:	76014968	BABY GAP
Serial Number:	76037687	BABY GAP
Serial Number:	78150427	BABY GAP
Serial Number:	78154556	BABY GAP
Serial Number:	78158140	BABY GAP
Serial Number:	78162665	BABY GAP
Serial Number:	78162669	BABY GAP
Serial Number:	74244014	BABY GAP
Serial Number:	74801478	BABY GAP
Serial Number:	76014969	BABY GAP
Serial Number:	76037686	BABY GAP
Serial Number:	76014970	BABY GAP
Serial Number:	76037685	BABY GAP
Serial Number:	74244760	BABY GAP
Serial Number:	74801477	BABYGAP
Serial Number:	76014971	BABY GAP
Serial Number:	76037684	BABY GAP
Serial Number:	75339086	BABY GAP
Serial Number:	75355562	BABYGAP.COM
Serial Number:	78059217	BABYGAP.COM
Serial Number:	73740300	BEST BASICS
Serial Number:	75285200	BLUE NO. 655
Serial Number:	75285502	BLUE NO. 655
Serial Number:	75285504	B L U E N O . 6 5 5
Serial Number:	75285511	B L U E N O . 6 5 5
Serial Number:	78086623	BORN GIFTED
Serial Number:	74299158	CLOSE
Serial Number:	76110248	CLOSE
Serial Number:	78358119	CLOSER
Serial Number:	78358336	CLOSER GAP
Serial Number:	78202088	COOL GROOVE
Serial Number:	78202137	COSMIC GROOVE
Serial Number:	74577400	DAY

TRADEMARK
REEL: 003679 FRAME: 0712

Serial Number:	76206162	DREAM
Serial Number:	76206163	DREAM
Serial Number:	78292813	DREAM MORE
Serial Number:	78324670	DREAM MORE
Serial Number:	75186145	EVERY V-NECK ... ONLY GAP
Serial Number:	76014973	E-WAIST
Serial Number:	78067779	FAVORITE T
Serial Number:	74225879	FOR EVERY GENERATION
Serial Number:	78112637	G
Serial Number:	73126525	GAP
Serial Number:	73580465	GAP
Serial Number:	74165638	GAP
Serial Number:	74473845	GAP
Serial Number:	74510023	GAP
Serial Number:	74682387	GAP
Serial Number:	75001203	GAP
Serial Number:	75106137	GAP
Serial Number:	75333289	GAP
Serial Number:	75756945	GAP
Serial Number:	75975336	GAP
Serial Number:	76079985	GAP
Serial Number:	76206154	GAP
Serial Number:	76206158	GAP
Serial Number:	76206165	GAP
Serial Number:	76206166	GAP
Serial Number:	76350836	GAP
Serial Number:	78055495	GAP
Serial Number:	78059201	GAP
Serial Number:	78059262	GAP
Serial Number:	78078266	GAP
Serial Number:	78126492	GAP
Serial Number:	78136949	GAP
Serial Number:	78171223	GAP
Serial Number:	78188199	GAP

TRADEMARK
REEL: 003679 FRAME: 0713

Serial Number:	78193583	GAP
Serial Number:	76037689	GAP
Serial Number:	76037691	GAP
Serial Number:	76037693	GAP
Serial Number:	76206164	GAP
Serial Number:	78129503	GAP
Serial Number:	78137004	GAP
Serial Number:	76037688	GAP
Serial Number:	76037690	GAP
Serial Number:	76037692	GAP
Serial Number:	78204191	GAP
Serial Number:	78204243	GAP
Serial Number:	74239382	GAP
Serial Number:	73801791	GAP
Serial Number:	74366974	GAP
Serial Number:	76205900	GAP
Serial Number:	76206087	GAP
Serial Number:	76206156	GAP
Serial Number:	76206157	GAP
Serial Number:	78149488	GAP
Serial Number:	78061307	GAP
Serial Number:	73126527	GAP
Serial Number:	78167203	GAP
Serial Number:	74557914	GAP ATHLETIC
Serial Number:	75285512	GAP BLUE NO. 655
Serial Number:	75756973	GAP BLUE NO.655
Serial Number:	76206159	GAP BODY
Serial Number:	76206161	GAP BODY
Serial Number:	78156536	GAP BODY
Serial Number:	75523301	GAP BODY
Serial Number:	78167317	GAP BODY
Serial Number:	76206160	GAP BODY
Serial Number:	78358125	GAP CLOSER
Serial Number:	78115814	GAP FACTORY STORE

TRADEMARK
REEL: 003679 FRAME: 0714

Serial Number:	74350704	GAP FOUNDATION
Serial Number:	78279628	GAP
Serial Number:	73595317	GAP KIDS
Serial Number:	73816834	GAP KIDS
Serial Number:	74473843	GAP KIDS
Serial Number:	76014928	GAP KIDS
Serial Number:	76206084	GAP KIDS
Serial Number:	76206167	GAP KIDS
Serial Number:	78127642	GAP KIDS
Serial Number:	78129143	GAP KIDS
Serial Number:	78129195	GAP KIDS
Serial Number:	78143446	GAP KIDS
Serial Number:	78148023	GAP KIDS
Serial Number:	78150370	GAP KIDS
Serial Number:	74244015	GAP KIDS
Serial Number:	76014965	GAP KIDS
Serial Number:	78129051	GAP KIDS
Serial Number:	76014966	GAP KIDS
Serial Number:	76206086	GAP KIDS
Serial Number:	78059250	GAP KIDS
Serial Number:	78059274	GAP KIDS
Serial Number:	74244016	GAP KIDS
Serial Number:	76014967	GAP KIDS
Serial Number:	76206083	GAP KIDS
Serial Number:	73595266	GAP KIDS
Serial Number:	74685516	GAP OUTLET
Serial Number:	75019039	GAP SCENTS
Serial Number:	75113261	GAP.COM
Serial Number:	78059212	GAP.COM
Serial Number:	78161643	GAPBODY
Serial Number:	78161662	GAPBODY
Serial Number:	78156497	GAPCOLOR
Serial Number:	78156505	GAPCOLOR
Serial Number:	78061330	GAPCOLOR

TRADEMARK
REEL: 003679 FRAME: 0715

Serial Number:	78157847	GAPGIRL
Serial Number:	78280202	GAPGIRL
Serial Number:	75304732	GAPKIDS.COM
Serial Number:	76206085	GAPKIDS.COM
Serial Number:	74181669	GAPSHARE
Serial Number:	75699035	GEEKTRONICA
Serial Number:	78086617	GIFTED
Serial Number:	78086621	GIVE YOUR GIFT
Serial Number:	78202104	GLAM GROOVE
Serial Number:	74541148	HEAVEN
Serial Number:	74707064	HEAVEN
Serial Number:	75975403	HEAVEN
Serial Number:	74540921	HEAVEN
Serial Number:	75351833	HOW EASY IS THIS?
Serial Number:	75603116	INDUSTRIAL STANDARD
Serial Number:	78057200	
Serial Number:	75319419	
Serial Number:	74589604	
Serial Number:	75186146	
Serial Number:	74577392	
Serial Number:	75143746	
Serial Number:	74577356	
Serial Number:	75038907	
Serial Number:	74588101	
Serial Number:	75093946	
Serial Number:	75124717	
Serial Number:	76230302	
Serial Number:	76230303	
Serial Number:	78115837	NINETEEN SIXTY-NINE
Serial Number:	76014972	NOT SOCKS
Serial Number:	75491842	OM
Serial Number:	75098270	PRO FLEECE
Serial Number:	73190161	
Serial Number:	78112455	SIMPLY WHITE

TRADEMARK
REEL: 003679 FRAME: 0716

Serial Number:	76110294	SO PINK
Serial Number:	75288212	SOLID SCENT DREAM GAP
Serial Number:	75288220	SOLID SCENT GAP
Serial Number:	78060534	STORM BUSTER
Serial Number:	78238432	STRIKE A NEW CORD
Serial Number:	78238767	STRIKE A NEW CORD
Serial Number:	73393776	SUPERBLUE
Serial Number:	78153724	SUPERLASTIC
Serial Number:	75797758	THAT'S HOLIDAY
Serial Number:	72416889	THE GAP
Serial Number:	73031817	THE GAP
Serial Number:	72416927	THE GAP
Serial Number:	78167247	THE GAP
Serial Number:	73147472	THE GAP
Serial Number:	78167232	THE GAP
Serial Number:	78340365	TRULY DEVOTED
Serial Number:	75378911	VIRTUAL STYLE
Serial Number:	73679379	WORLD CLASSIC
Serial Number:	73771491	WORLD CLASSIC
Serial Number:	75093942	WORLD STANDARD
Serial Number:	78167503	WORLD STANDARD SAN FRANCISCO, CALIFORNIA
Serial Number:	73760844	WORLDWIDE
Serial Number:	76079984	YOU'RE IN CHARGE

CORRESPONDENCE DATA

Fax Number: (415)427-2166
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 415-427-5575
Email: cynthia_lee@gap.com
Correspondent Name: Julie Gruber
Address Line 1: 2 Folsom Street
Address Line 4: San Francisco, CALIFORNIA 94105

NAME OF SUBMITTER:	Cynthia Lee

Total Attachments: 2
source=GAP1#page1.tif

TRADEMARK
REEL: 003679 FRAME: 0717

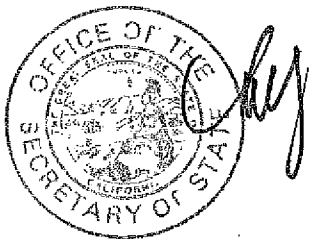
source=GAP2#page1.tif

RECEIPT INFORMATION

ETAS ID:	TM9333
Receipt Date:	02/27/2004
Fee Amount:	$ 4990

Return to ETAS home page | Start another assignment

D0726239



SECRETARY OF STATE

I, *Kevin Shelley*, 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

FEB - 4 2004

Kevin Shelley

Secretary of State

Sec/State Form CE-107 (rev. 1/03)

00726289

State of California
Kevin Shelley
Secretary of State

File # 90040341010 5

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JAN 3 1 2004

KEVIN SHELLEY
Secretary of State

This Space For Filing Use Only

LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION - CONVERSION

IMPORTANT — READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

CONVERTED ENTITY INFORMATION

1. NAME OF LIMITED LIABILITY COMPANY
GAP (APPAREL), LLC

2. THE PURPOSE OF THE LIMITED LIABILTY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONLY ONE)

☐ ONE MANAGER ☐ MORE THAN ONE MANAGER ☑ ALL LIMITED LIABILITY COMPANY MEMBER(S)

4. TYPE OF BUSINESS OF THE LIMITED LIABILTY COMPANY (FOR INFORMATIONAL PURPOSES ONLY)
License Intellectual Property

5. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE | CITY AND STATE | ZIP CODE
2 Folsom Street | San Francisco, CA | 94105

6. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS

☐ AN INDIVIDUAL RESIDING IN CALIFORNIA.
☑ A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 1505.

AGENT'S NAME Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service

7. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA, IF AN INDIVIDUAL | CITY | STATE | ZIP CODE
CA

CONVERTING ENTITY INFORMATION

8. NAME OF CONVERTING ENTITY
GAP (APPAREL) INC.

9. FORM OF ENTITY	10. JURISDICTION	11. CA SECRETARY OF STATE FILE NUMBER, IF ANY
Corporation	California	2000084

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION 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, PROVIDE THE FOLLOWING:

NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE	PERCENTAGE VOTE REQUIRED
Common - 100 shares outstanding	50.1%

ADDITIONAL INFORMATION

13. NUMBER OF PAGES ATTACHED, IF ANY: 0 THE ATTACHED PAGES ARE INCORPORATED HEREIN BY THIS REFERENCE.

14. I DECLARE THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON — Julie H. Kanberq, President & COO
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON — Thomas J. Lima, Assistant Secretary
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

LLC-1A (REV 04/2003)