

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Certificate of conversion and name change of entity

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Russell-Newman, Ltd.		05/08/2007	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	Russell-Newman, Inc.
Street Address:	600 North Loop 288
City:	Denton
State/Country:	TEXAS
Postal Code:	76209
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2881124	TWIGS
Registration Number:	2889806	CLUB BED
Registration Number:	2941293	MICROCREST
Registration Number:	3149140	WILLOW WEAR FLIP.IT
Registration Number:	1758443	SAMYE
Registration Number:	3233478	TWIGS
Registration Number:	1770137	COPACABANA
Registration Number:	1253822	BABYGRO
Registration Number:	1957109	CYPRESS
Registration Number:	1349640	WILLOW CREEK
Registration Number:	0623093	KLEINERT'S
Registration Number:	2095398	WILLOW WEAR BY WILLOW CREEK
Registration Number:	3179996	BODY CHIC
Registration Number:	2727265	ESCAPADES

OP \$390.00 2881124

Serial Number:	77158760	AU NATURAL BY CYPRESS
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CORRESPONDENCE DATA

Fax Number: (214)953-1121
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 214-953-1111
Email: docket@hitchcockevert.com
Correspondent Name: Elisabeth A. Evert
Address Line 1: P O Box 131709
Address Line 4: Dallas, TEXAS 75313-1709

ATTORNEY DOCKET NUMBER:	RUSN-00901
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NAME OF SUBMITTER:	Elisabeth A. Evert
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Signature:	/Elisabeth A. Evert/
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Date:	03/12/2008
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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A TEXAS CORPORATION UNDER THE NAME OF "RUSSELL-NEWMAN, LTD" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "RUSSELL-NEWMAN, LTD" TO "RUSSELL-NEWMAN, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MAY, A.D. 2007, AT 1:13 O'CLOCK P.M.

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

4348231 8100V

070533969



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5658764

DATE: 05-08-07

TRADEMARK
REEL: 003737 FRAME: 0873

**CERTIFICATE OF CONVERSION
FROM A LIMITED PARTNERSHIP
TO A CORPORATION**

This Certificate of Conversion from a Limited Partnership to a Corporation has been duly executed and is being filed by Russell-Newman, Ltd., a Texas limited partnership (the "Other Entity"), to convert to a Delaware corporation (the "Corporation"), pursuant to Section 265 of the Delaware General Corporation Law (the "DGCL").

1. The Other Entity was formed and is existing as a limited partnership under the jurisdiction of the State of Texas.

2. The Other Entity was first incorporated in the State of Texas on May 31, 1946, as Russell-Newman Manufacturing Company, Inc. On March 3, 1988, the Other Entity amended its Articles of Incorporation to change its name to Russell-Newman, Inc. Effective February 1, 2004, the Other Entity filed Articles of Conversion with the Secretary of State of the State of Texas to convert to a Texas limited partnership under the name Russell-Newman, Ltd.

3. The name of the Other Entity immediately prior to the filing of this Certificate of Conversion from a Limited Partnership to a Corporation was Russell-Newman, Ltd.

4. The name of the Corporation as set forth in its Certificate of Incorporation is Russell-Newman, Inc.

5. The conversion has been approved in accordance with the provisions of Section 265 of the Delaware General Corporation Law and in the manner prescribed by the constituent documents of the Other Entity and applicable law.

6. The conversion of the Other Entity to the Corporation shall be effective on May 5, 2007, at 11:59 p.m. (for accounting purposes only).


(Signature page follows)

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion from a Limited Partnership to a Corporation on this 7th day of May, 2007.

OTHER ENTITY:

RUSSELL-NEWMAN, LTD.

By: Russell-Newman Management Company, LLC,
its general partner

By: 
Name: Doris C. Martin
Title: President / CEO