

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------|----------|----------------|---------------------|
| LE SPORTSAC NEVADA, INC. | | 01/01/2008 | CORPORATION: NEVADA |

RECEIVING PARTY DATA

| | |
|-------------------|---------------------|
| Name: | LE SPORTSAC, INC. |
| Street Address: | 9490 Gateway Drive |
| Internal Address: | Suite 200 |
| City: | Reno |
| State/Country: | NEVADA |
| Postal Code: | 89521 |
| Entity Type: | CORPORATION: NEVADA |

PROPERTY NUMBERS Total: 12

| Property Type | Number | Word Mark |
|----------------|----------|------------------|
| Serial Number: | 78799786 | CITYSAC |
| Serial Number: | 78566738 | LESPORTSAC REMIX |
| Serial Number: | 78566747 | REMIX |
| Serial Number: | 76492304 | |
| Serial Number: | 76492305 | LESPORTSAC |
| Serial Number: | 75902698 | LESPORTSAC |
| Serial Number: | 75814619 | LESPORTSAC |
| Serial Number: | 73524940 | |
| Serial Number: | 73458646 | LESPORTSAC |
| Serial Number: | 73375038 | LESPORTSAC |
| Serial Number: | 73374960 | LESPORTSAC |
| Serial Number: | 73234337 | LE SPORTSAC |

CORRESPONDENCE DATA

900102739

**TRADEMARK
 REEL: 003747 FRAME: 0965**

OP \$315.00 78799786

Fax Number: (212)837-6269
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 837-6550
Email: kuhn@hugheshubbard.com
Correspondent Name: Perla M. Kuhn
Address Line 1: Hughes Hubbard & Reed LLP
Address Line 2: One Battery Park Plaza
Address Line 4: NEW YORK, NEW YORK 10004-1482

| | |
|-------------------------|--------------------|
| ATTORNEY DOCKET NUMBER: | 77256.1800 PMK/ESP |
| NAME OF SUBMITTER: | Perla M. Kuhn |
| Signature: | /Perla M. Kuhn/ |
| Date: | 03/27/2008 |

Total Attachments: 7

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STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Filing Acknowledgement

December 31, 2007

Job Number
C20071231-0906

Corporation Number
E0883352007-9

Filing Description

Merge In

**Document Filing
Number**

20070885699-34

Date/Time of Filing

December 31, 2007 09:10:15
AM

Corporation Name

LE SPORTSAC, INC.

Resident Agent

THE CORPORATION TRUST COMPANY
OF NEVADA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recordings Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".


ROSS MILLER
Secretary of State

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

TRADEMARK
REEL: 003747 FRAME: 0967



ROSS MILLER
 Secretary of State
 204 North Carson Street, Ste 1
 Carson City, Nevada 89701-4299
 (775) 684 6708
 Website: secretaryofstate.biz

| | |
|--|---|
| Filed in the office of  | Document Number 20070885699-34 |
| Ross Miller Secretary of State State of Nevada | Filing Date and Time 12/31/2007 9:10 AM |
| | Entity Number E0883352007-9 |

Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 1

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(Pursuant to Nevada Revised Statutes Chapter 92A)
 (excluding 92A.200(4b))

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

| | |
|---|---------------|
| Le Sportsac, Inc. | |
| Name of merging entity | |
| New York | corporation |
| Jurisdiction | Entity type * |
| Name of merging entity | |
| | |
| Jurisdiction | Entity type * |
| Name of merging entity | |
| | |
| Jurisdiction | Entity type * |
| Name of merging entity | |
| | |
| Jurisdiction | Entity type * |
| and, | |
| Le Sportsac Nevada, Inc. (whose name will be changed to Le Sportsac, Inc. pursuant to Plan of Merger) | |
| Name of surviving entity | |
| Nevada | corporation |
| Jurisdiction | Entity type * |

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 1 2007
 Revised on 6/16/07



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 2

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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.1 90):

Attn: _____
 c/o: _____

3) (Choose one)

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

(a) Owner's approval was not required from

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

and, or;

 Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 2 2007
 Revised on 01/01/07



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Articles of Merger
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Page 3

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(b) The plan was approved by the required consent of the owners of:

Le Sportsac, Inc.
 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

and, or,

Le Sportsac Nevada, Inc.
 Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 3 2007
 Revised on: 01/01/07



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

and, or;

 Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 4 2007
 Revised on: 01/01/07



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

Article 1 of the Articles of Incorporation of Le Sportsac Nevada, Inc. has been amended to read as follows:

1. Name of Corporation: Le Sportsac, Inc.

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional):** 01/01/2008

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 5 2007
 Revised Oct. 01/01/07



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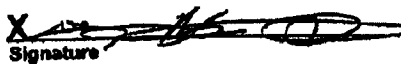
Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 6

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8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited-liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)*
 (If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.):

Le Sportsac, Inc.
 Name of merging entity

X  PRESIDENT Date Jan 7, 2008 3/

Name of merging entity

X _____ Title _____ Date _____

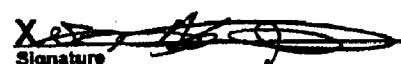
Name of merging entity

X _____ Title _____ Date _____

Name of merging entity

X _____ Title _____ Date _____

Le Sportsac Nevada, Inc.
 Name of surviving entity

X  PRESIDENT Date Jan 7, 2008 3/

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM Merger Page 6 2007
 Revised on 01/01/07