

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
Big Dog Holdings, Inc.		05/07/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	The Walking Company Holdings, Inc.
Street Address:	121 Gray Avenue
City:	Santa Barbara
State/Country:	CALIFORNIA
Postal Code:	93101
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 139

Property Type	Number	Word Mark
Registration Number:	2568750	BAD DOG
Registration Number:	3036995	BAD DOG
Serial Number:	75599164	BIG DOGS
Registration Number:	2551515	BIG DOGS
Registration Number:	2825395	BIG DOG ENTERTAINMENT
Registration Number:	2815244	WHERE THE BIG DOGS SHOP
Registration Number:	2686874	
Serial Number:	75508461	
Serial Number:	75508460	BIG DOG
Registration Number:	2546520	BIG DOG CLUB
Registration Number:	1798361	BIG DOG SPORTSWEAR
Registration Number:	1818819	
Registration Number:	1938902	
Registration Number:	1940076	

OP \$3490.00 2568750

Registration Number:	1941228	
Registration Number:	1942816	
Registration Number:	1942817	
Registration Number:	1945678	
Registration Number:	1945679	
Registration Number:	1952997	
Registration Number:	1980728	RUN WITH THE BIG DOGS
Registration Number:	1980729	RUN WITH THE BIG DOGS
Registration Number:	1986729	RUN WITH THE BIG DOGS
Registration Number:	1986750	SIERRA WEST
Registration Number:	1988089	
Registration Number:	2000495	BIG DOG
Registration Number:	2008166	
Registration Number:	2037638	
Registration Number:	2044478	
Registration Number:	2048686	IF YOU CAN'T RUN WITH THE BIG DOGS STAY ON THE PORCH
Registration Number:	2048687	IF YOU CAN'T RUN WITH THE BIG DOGS STAY ON THE PORCH
Registration Number:	2048688	IF YOU CAN'T RUN WITH THE BIG DOGS STAY ON THE PORCH
Registration Number:	2053253	
Registration Number:	2059754	LITTLE BIG DOGS
Registration Number:	2077876	DENIM DOGS
Registration Number:	2078147	
Registration Number:	2110697	BIG DOG MOTORCYCLES
Registration Number:	2113274	WATCH DOGS
Registration Number:	2114455	
Registration Number:	2114456	
Registration Number:	2217495	BIG BIG DOGS
Registration Number:	2236932	RUN WITH THE BIG DOGS
Registration Number:	2256173	UNDERDOGS
Registration Number:	2295456	BIG DOGS
Registration Number:	2305610	
Registration Number:	2335873	BDS
Registration Number:	2348494	BIG DOGS

Registration Number:	2206261	BIG DOGS
Registration Number:	2257394	BIG DOG
Serial Number:	76122088	BIG DOG GYM
Registration Number:	2710307	BIG DOGS
Registration Number:	2570563	QVF QUALITY VALUE FUN BIG DOGS
Serial Number:	75575172	FAT CAT
Registration Number:	2705708	BIG DOGS
Registration Number:	2740896	BIGDOGS.COM
Registration Number:	1490237	
Registration Number:	1459306	BIG DOGS
Registration Number:	1842765	BIG DOGS
Serial Number:	74713196	BIG DOGS
Serial Number:	75510048	BIG DOG
Serial Number:	74625793	LITTLE BIG DOGS
Serial Number:	74366488	BIG DOGS
Serial Number:	74343798	BIG DOG
Serial Number:	74626165	
Serial Number:	74626164	
Serial Number:	74625782	
Serial Number:	74366489	
Serial Number:	74354356	BIG DOG
Serial Number:	74625799	
Registration Number:	1985899	BIG DOG
Serial Number:	75291415	BIG DOG CIGARS
Registration Number:	2470795	BRUISER THE BIG DOG OF TANDEM PULLERS
Registration Number:	2837826	POLAR DOGS
Registration Number:	2367923	THE BIG DOGS
Registration Number:	2746763	BIG DOGS KIDS
Registration Number:	2755108	BIG DOG SHOOTOUT
Serial Number:	78297985	KITTY CORNER
Registration Number:	2492669	WALKING CO.
Registration Number:	2397877	WALKING CO-
Registration Number:	2397876	WALKING CO
Registration Number:	2399171	ZANTE
Registration Number:	2070289	WALKING ISN'T FOR WIMPS

Registration Number:	2178777	THE WALKING CO.
Registration Number:	2037633	WE SEARCH THE WORLD OVER SO YOU CAN WALK THE WORLD IN COMFORT
Registration Number:	2178776	THE WALKING CO.
Registration Number:	1899381	THE WALKING CO.
Registration Number:	1854353	THE WALKING COMPANY
Registration Number:	1868904	THE WALKING COMPANY
Registration Number:	1641792	THE WALKING STORE
Registration Number:	3197303	AUTHENTIC COMFORT
Serial Number:	78396677	AUTHENTIC COMFORT
Registration Number:	2164772	ANIMAL CROSSING
Registration Number:	1907872	ANIMAL XING
Registration Number:	1843710	ANIMAL X-ING
Registration Number:	1859189	BOO-KU
Registration Number:	1878244	COSMOOSE
Registration Number:	1858189	DINOFORMS
Registration Number:	2151078	DOG EAT DOG
Registration Number:	1867684	EATICUS ANYTHINGUS
Registration Number:	1871956	FIT FOR SURVIVAL
Registration Number:	1910157	IT'S A JUNGLE OUT THERE
Registration Number:	1855246	JUNGLE PATROL
Registration Number:	1710157	LIFEFORMS
Registration Number:	2201356	LIFEFORMS
Registration Number:	1863243	LIFEFORMS
Registration Number:	1899930	LIFEFORMS INTERNATIONAL
Registration Number:	1630930	LIFEFORMS NATUREWEAR
Registration Number:	1884164	LIFEFORMS NATUREWEAR
Registration Number:	1893667	SPORTS ANIMAL
Registration Number:	1866433	TEAM FROG
Registration Number:	1589017	TEAM SHRED
Registration Number:	1887978	UNTAMED
Registration Number:	2430026	POLAR DOG
Serial Number:	78527537	BIG DOG
Serial Number:	78527528	BIG DOG
Serial Number:	78453043	IT'S FIVE O'CLOCK SOMEWHERE!

Registration Number:	3197305	AUTHENTIC COMFORT
Registration Number:	2367924	THEBIGDOGS.NET
Serial Number:	78637480	BAD DOG
Serial Number:	78397779	AUTHENTIC COMFORT
Registration Number:	3070450	THE WALKING COMPANY
Registration Number:	3038551	THE BEST BRANDS FROM AROUND THE WORLD
Registration Number:	3332011	ZEALAND
Serial Number:	78808396	ZEALAND
Registration Number:	3072992	THE WALKING COMPANY AUTHENTIC COMFORT
Registration Number:	1046870	FOOTWORKS
Registration Number:	2866505	FOOTWORKS
Registration Number:	3354712	FOOT WORX
Serial Number:	78474732	RUN WITH THE BIG DOGS
Serial Number:	78474713	BIG DOGS
Serial Number:	77115274	FOOTWORX
Registration Number:	3292532	LEARN TO RUN WITH THE BIG DOGS
Serial Number:	78979408	IT'S FIVE O'CLOCK SOMEWHERE!
Serial Number:	75331871	QUALITY VALUE FUN
Serial Number:	75295019	BIG KAHUNA
Serial Number:	75295018	BIG KAHUNA
Serial Number:	75295017	BIG KAHUNA
Serial Number:	75295016	BIG KAHUNA
Serial Number:	74626163	

CORRESPONDENCE DATA

Fax Number: (805)564-8262
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 805-965-4400
Email: kurt@incip.com
Correspondent Name: Kurt Koenig
Address Line 1: PO BOX 1140
Address Line 4: Summerland, CALIFORNIA 93067

ATTORNEY DOCKET NUMBER:	2288-100
NAME OF SUBMITTER:	Kurt Koenig
Signature:	/Kurt Koenig/

Date:

05/09/2008

Total Attachments: 4

source=ChangeofName#page1.tif

source=ChangeofName#page2.tif

source=ChangeofName#page3.tif

source=ChangeofName#page4.tif

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 OWNERSHIP, WHICH MERGES:

"THE WALKING COMPANY HOLDINGS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "BIG DOG HOLDINGS, INC." UNDER THE NAME OF "THE WALKING COMPANY HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF MAY, A.D. 2008, AT 7:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF MAY, A.D. 2008.

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



2366283 8100M

080506895

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6570803

DATE: 05-06-08

TRADEMARK
REEL: 003775 FRAME: 0097

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

THE WALKING COMPANY HOLDINGS, INC.

INTO

BIG DOG HOLDINGS, INC.

(Pursuant to Section 253 of the
General Corporation Law of the State of Delaware)

Big Dog Holdings, Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of The Walking Company Holdings, Inc., a Delaware corporation (the "Subsidiary"), with and into the Company:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

SECOND: The Company owns all of the issued and outstanding capital stock of the Subsidiary.

THIRD: The Board of Directors of the Company, by the following resolutions duly adopted on May 2, 2008, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL:

WHEREAS, Big Dog Holdings, Inc. (the "Company") owns all of the outstanding shares of the capital stock of The Walking Company Holdings, Inc., a Delaware corporation (the "Subsidiary"); and

WHEREAS, the Board of the Company has deemed it advisable that the Subsidiary be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware;

NOW, THEREFORE, BE IT RESOLVED, that the Company merge into itself the Subsidiary (the "Merger") and assume all of its liabilities and obligations; and

RESOLVED, FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be canceled and no consideration shall be issued in respect thereof;

*State of Delaware
Secretary of State
Division of Corporations
Delivered 07:44 PM 05/05/2008
FILED 07:44 PM 05/05/2008
SRV 080506895 - 2366283 FILE*

RESOLVED, FURTHER, that the Certificate of Incorporation of the Company, as amended and restated, in effect immediately prior to the Merger shall be the certificate of incorporation of the surviving corporation;

RESOLVED, FURTHER, that upon effective date of the Merger, the name of the Company shall be changed to The Walking Company Holdings, Inc.;

RESOLVED, FURTHER, that any and all actions whether previously or subsequently taken by the officers of the Company, which are consistent with and in furtherance of the intent and purposes of the foregoing resolutions and the consummation of the transactions contemplated therein, shall be, and hereby are, in all respects, ratified, approved and confirmed; and

RESOLVED, FURTHER, that the proper officers of the Company be and they hereby are authorized, empowered and directed in the name and on behalf of the Company, to make, execute and acknowledge, a certificate of ownership and merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, to execute and deliver any additional certificates, agreements, instruments or documents, or any amendments or supplements thereto, or to do or to cause to be done any and all other acts as they shall deem necessary, appropriate or in furtherance of the full effectuation of the purposes of the foregoing resolutions and the transactions contemplated therein.

THIRD: The Company shall be the surviving corporation of the Merger.

FOURTH: Upon effective date of the Merger, the name of the Company shall be The Walking Company Holdings, Inc.

FIFTH: The merger herein certified shall be effective on May 7, 2008 insofar as the General Corporation Law of the State of Delaware shall govern said effective date.

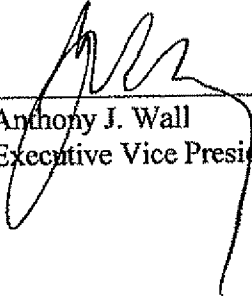
SIXTH: The Certificate of Incorporation of the Company, as amended and restated, as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation.

[THIS SPACE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 5th day of May, 2008.

BIG DOG HOLDINGS, INC.

By: _____


Anthony J. Wall
Executive Vice President