

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
Binney & Smith Inc.		12/20/2006	CORPORATION:
RECEIVING PARTY DATA			
Name:	Binney & Smith LLC		
Street Address:	1100 Church Lane		
City:	Easton		
State/Country:	PENNSYLVANIA		
Postal Code:	18042		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78861575	COLOR PILLAR	
CORRESPONDENCE DATA			
Fax Number:	(816)274-7171		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	8165453187		
Email:	lschuv1@hallmark.com		
Correspondent Name:	Albert P. Mauro, Jr., Esq.		
Address Line 1:	Hallmark Cards, 2501 McGee Trafficway		
Address Line 2:	Legal Division, Mail Drop #339		
Address Line 4:	Kansas City, MISSOURI 64108		
ATTORNEY DOCKET NUMBER:	22538-33-001-A		
NAME OF SUBMITTER:	Albert P. Mauro, Jr.		
Signature:	/Albert P. Mauro, Jr./		
Date:	06/03/2008		

CH \$40.00 78861575

Total Attachments: 4

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Delaware

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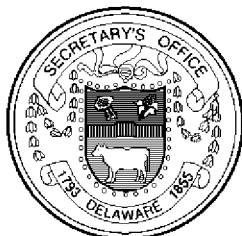
The First State

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 DELAWARE CORPORATION UNDER THE NAME OF "BINNEY & SMITH INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BINNEY & SMITH INC." TO "BINNEY & SMITH LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11:21 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006.

0471213 8100V

070569353



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5678123

DATE: 05-15-07

TRADEMARK
REEL: 003787 FRAME: 0543

**STATE of DELAWARE
CERTIFICATE of CONVERSION
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY
PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

The undersigned hereby certifies:

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The Certificate of Incorporation of the Company was originally filed on November 18, 1953 under the name Binsmith, Inc. ("Certificate"). The name was changed to Binney & Smith Inc. on December 31, 1953. The Certificate was last amended in connection with the Certificate of Agreement of Merger filed August 9, 1984 and later restated on May 5, 2005.
4. The name of the Corporation immediately prior to filing this Certificate is:
Binney & Smith Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Binney & Smith LLC
6. The effective date of this conversion from a Corporation to a Limited Liability Company is **December 29, 2006**.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 20th day of December, 2006.

Binney & Smith Inc.

By: /s/Dwight C. Arn/s/
Dwight C. Arn, Vice President
Authorized Person

Delaware

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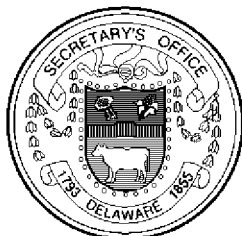
The First State

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 CERTIFICATE OF FORMATION OF "BINNEY & SMITH LLC" FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11:21 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006.

0471213 8100V

070569353



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5678123

DATE: 05-15-07

TRADEMARK
REEL: 003787 FRAME: 0545

STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE OF FORMATION

OF

BINNEY & SMITH LLC

1. The name of the limited liability company is Binney & Smith LLC.
2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its Registered Agent at such address is The Corporation Trust Company.
3. The effective date of this document is **December 29, 2006.**

IN WITNESS WHEREOF, the undersigned organizer has duly executed this Certificate of Formation this 20th day of December, 2006.

Binney & Smith Inc.

By:/s/Dwight C. Arn /s/
Dwight Arn, Vice President
Organizer