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 |
|----------------------------|----------|----------------|--|
| Geoffrey Beene Brands, LLC | | 108/01/2008 | LIMITED LIABILITY COMPANY: NEW YORK |

RECEIVING PARTY DATA

| Name: | Geoffrey Beene, LLC |
|-----------------|-------------------------------------|
| Street Address: | 37 West 57th Street |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10019 |
| Entity Type: | LIMITED LIABILITY COMPANY: NEW YORK |

PROPERTY NUMBERS Total: 16

| Property Type | Number | Word Mark |
|----------------------|--------------|--|
| Registration Number: | 1148279 | BEENE SPROUTS |
| Registration Number: | 2839963 | GB GEOFFREY BEENE |
| Registration Number: | 2183725 | GEOFFREY BEENE |
| Registration Number: | 1707677 | GEOFFREY BEENE |
| Registration Number: | 1714384 | GEOFFREY BEENE |
| Registration Number: | 1119124 | GEOFFREY BEENE |
| Registration Number: | 1108341 | GEOFFREY BEENE |
| Registration Number: | 899265 | GEOFFREY BEENE |
| Serial Number: | 78913422 | ARE YOU GAME? DOMINO RED COLOGNE BY GEOFFREY BEENE |
| Serial Number: | 78709795 | BEENE BAG |
| Serial Number: | 77028084 | BEENE BAG |
| Serial Number: | 78611878 | DOMINO RED BY GEOFFREY BEENE |
| Serial Number: | 77220655 | GBGB |
| | | TDADEMADK |

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| Serial Number: | 77373924 | GBGB |
|----------------|----------|---------------------------|
| Serial Number: | 77220659 | GEOFFREY BEENE GIVES BACK |
| Serial Number: | 77373928 | GEOFFREY BEENE GIVES BACK |

CORRESPONDENCE DATA

Fax Number: (212)588-0500

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

Phone: 2125880800

Email: docket@flhlaw.com

Correspondent Name: Frommer Lawrence & Haug LLP

Address Line 1: 745 Fifth Avenue

Address Line 4: New York, NEW YORK 10151

| ATTORNEY DOCKET NUMBER: | 454020-6050 |
|-------------------------|--------------------------|
| NAME OF SUBMITTER: | Marilyn Matthes Brogan |
| Signature: | /marilyn matthes brogan/ |
| Date: | 08/06/2008 |

Total Attachments: 4

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> TRADEMARK REEL: 003829 FRAME: 0970

FILING RECEIPT

ENTITY NAME: GEOFFREY BEENE, LLC

DOCUMENT TYPE: AMENDMENT (DOM LLC)

NAME

COUNTY: NEWY

FILED:08/04/2008 DURATION:******* CASH#:080804000176 FILM #:080804000168

FILER:

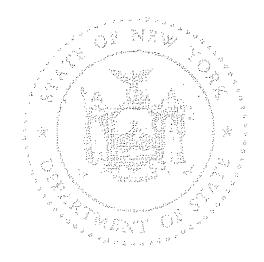
BRYAN CAVE LLP

1290 AVENUE OF THE AMERICAS

NEW YORK, NY 10104

ADDRESS FOR PROCESS:

REGISTERED AGENT:



是是常见你就是我们们们们也是不是我们就是是是是是一个人的,我们就没有的的。""你们的我们的我们的,我们也没有的的,我们也是我们的,我们也会会会会会会会会会会会, " SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45 SERVICE CODE: 45

| FEES | 120.00 | PAYMENTS | 120.00 |
|----------|--------|----------|--------|
| | | | |
| FILING | 60.00 | CASH | 0.00 |
| TAX | 0.00 | CHECK | 0.00 |
| CERT | 0.00 | CHARGE | 0.00 |
| COPIES | 10.00 | DRAWDOWN | 120.00 |
| | 50.00 | OPAL | 0.00 |
| HANDLING | 50.00 | REFUND | 0.00 |

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> **TRADEMARK REEL: 003829 FRAME: 0971**

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

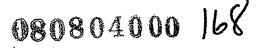


WITNESS my hand and official seal of the Department of State, at the City of Albany, on August 4, 2008.

Paul De Painte

Paul LaPointe Special Deputy Secretary of State

Rev. 06/07





CERTIFICATE OF AMENDMENT

OF THE

ARTICLES OF ORGANIZATION

OF

GEOFFREY BEENE BRANDS, LLC

(Under Section 211 of the Limited Liability Company Law)

It is hereby certified that:

FIRST: The name of the limited liability company (the "Company") is Geoffrey Beene Brands, LLC.

SECOND: The date of filing of the Articles of Organization of the Company is May 13, 2008.

THIRD: The amendment of the Articles of Organization of the Company effected by this Certificate of Amendment is as follows:

Paragraph First of the Articles of Organization relating to the name of the limited liability company is hereby amended in its entirety to read as follows:

"FIRST: The name of the limited liability company is Geoffrey Beene, LLC."

IN WITNESS WHEREOF, the Company has caused this Certificate of Amendment of the Articles of organization of the Company to be executed by a duly authorized person as of the first day of August, 2008.

GEOFFREY BEENE BRANDS, LLC

By: /c/ G. Thompson Hutton
G. Thompson Hutton
Authorized Person

C0502380182135/1483898.1

CERTIFICATE OF AMENDMENT

OF THE

ARTICLES OF ORGANIZATION

OF

GEOFFREY BEENE BRANDS, LLC

(Under Section 211 of the Limited Liability Company Law)

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STATE OF NEW YORK DEPARTMENT OF STATE

FILED AUG 0 4 2008

TAX S_

BY:

1290 Avenue of the Americas New York, New York 10104

Bryan Cave LLP

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CUSTOMER REF. #

TRADEMARK

TRADEMARK REEL: 003829 FRAME: 0974

RECORDED: 08/06/2008