

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/02/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CSL, Inc.		01/31/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	CBI Distributing Corp.
Street Address:	2400 West Central Road
City:	Hoffman Estates
State/Country:	ILLINOIS
Postal Code:	60195
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2664513	WHERE GETTING READY IS HALF THE FUN
Registration Number:	2908866	CLAIRE'S CLUB
Registration Number:	2908868	CLAIRE'S CLUB
Registration Number:	2992613	CLAIRE'S CLUB
Registration Number:	2908867	CLAIRE'S CLUB
Registration Number:	2908865	CLAIRE'S CLUB
Registration Number:	2908863	CLAIRE'S CLUB
Registration Number:	2908864	CLAIRE'S CLUB
Registration Number:	2908862	CLAIRE'S CLUB

CORRESPONDENCE DATA

Fax Number: (312)251-5732

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

Phone: 312.368.4000

TRADEMARK

REEL: 003875 FRAME: 0091

900119037

CH \$240.00 2664513

Email: ch.tm@dlapiper.com
Correspondent Name: DLA Piper LLP (US)
Address Line 1: P.O. Box 64807
Address Line 4: Chicago, ILLINOIS 60664-0807

ATTORNEY DOCKET NUMBER:

362162-3

NAME OF SUBMITTER:

Mark I. Feldman

Signature:

/Mark Feldman/

Date:

10/22/2008

Total Attachments: 3

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Delaware

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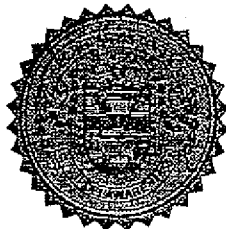
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CSL, INC.", A DELAWARE CORPORATION,
WITH AND INTO "CBI DISTRIBUTING CORP." UNDER THE NAME OF
"CBI DISTRIBUTING CORP.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTY-FIRST DAY OF JANUARY, A.D. 2003, AT 10
O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE SECOND DAY OF
FEBRUARY, A.D. 2003.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2155440 8100M

030068165

AUTHENTICATION: 2240189

TRADEMARK
DATE: 02-04-03
REEL: 003875 FRAME: 0093

CERTIFICATE OF MERGER

of

CSL, Inc., a Delaware corporation

into

CBI DISTRIBUTING CORP., a Delaware corporation

Pursuant to Section 251 of the Delaware General Corporation Law (the "Delaware Act"), CSL, Inc., a Delaware corporation and CBI DISTRIBUTING CORP., a Delaware corporation, hereby certify the following:

1. The constituent business corporations participating in the merger are: CSL, Inc., a Delaware corporation and CBI DISTRIBUTING CORP., a Delaware corporation.
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of Subsection (c) of Section 251 of the Delaware Act.
3. The name of the surviving corporation in the merger herein certified is CBI DISTRIBUTING CORP. (the "Surviving Corporation").
4. The Certificate of Incorporation of the Surviving Corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware Act.
5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid Surviving Corporation, the address of which is as follows: 3 SW 129th Avenue, Pembroke Pines, FL 33027.
6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by the aforesaid Surviving Corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.
7. The effective time of this Certificate of Merger shall be February 2, 2003, and that, insofar as the General Corporation Law of the State of Delaware shall govern the same, said time shall be the effective merger time.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger
this 30 day of January, 2003.

CSL, Inc.

By: 

Name: Ira Kaplan

Title: Senior Vice President

CBI DISTRIBUTING CORP.

By: 

Name: David Ovis

Title: Vice President