

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Hanna Andersson Corporation		11/24/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Hanna Andersson, LLC		
<b>Street Address:</b>	1010 N.W. Flanders		
<b>City:</b>	Portland		
<b>State/Country:</b>	OREGON		
<b>Postal Code:</b>	97209		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1881013	HANNADOWNS	
Registration Number:	1582686	HANNA ANDERSSON	
Registration Number:	1478085	HANNA ANDERSSON	
Registration Number:	1395322	HANNA	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(503)220-2480		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	503.294.9460		
Email:	tm-pdx@stoel.com, tjhanson@stoel.com		
Correspondent Name:	Jere M. Webb		
Address Line 1:	c/o Stoel Rives LLP		
Address Line 2:	900 SW Fifth Avenue, Suite 2600		
Address Line 4:	Portland, OREGON 97204		
ATTORNEY DOCKET NUMBER:	11214-6		
NAME OF SUBMITTER:	Terri J. Hanson		

**OP \$115.00 1881013**

Signature:

/Terri J. Hanson/

Date:

12/09/2008

**Total Attachments: 4**

source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page1.tif

source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page2.tif

source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page3.tif

source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page4.tif

# Delaware

PAGE 1

*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 "HANNA ANDERSSON CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HANNA ANDERSSON CORPORATION" TO "HANNA ANDERSSON, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2008, AT 8 O'CLOCK A.M.



3324967 8100V

081142973

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6986535

DATE: 11-25-08

TRADEMARK  
REEL: 003900 FRAME: 0209

# Delaware

PAGE 2

*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 "HANNA ANDERSSON, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2008, AT 8 O'CLOCK A.M.



3324967 8100V

081142973

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6986535

DATE: 11-25-08

TRADEMARK  
REEL: 003900 FRAME: 0210

**CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY**

The undersigned, being duly authorized to execute and file this Certificate of Conversion for the purpose of converting a Delaware corporation to a Delaware limited liability company pursuant to the Section 18-214 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the corporation first formed is December 5, 2000.
4. The name of the Corporation immediately prior to filing this Certificate is Hanna Andersson Corporation.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Hanna Andersson, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 24<sup>th</sup> day of November, 2008.



Adam C. Stone, an Authorized Person

**CERTIFICATE OF FORMATION**

**OF**

**HANNA ANDERSSON, LLC**

This Certificate of Formation is being executed as of November 24, 2008 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

The undersigned, being duly authorized to execute and file this Certificate, does hereby certify as follows:

1. Name. The name of the limited liability company is Hanna Andersson, LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The registered agent of the Company for service of process at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.



Adam C. Stone, an Authorized Person