

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2002

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Lees Curtain Co., Inc.		12/21/2001	CORPORATION: DELAWARE
Table Trends, Inc.		12/21/2001	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Arlee Home Fashions, Inc.
Street Address:	261 Fifth Ave.
City:	New York
State/Country:	NEW YORK
Postal Code:	10016
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2661410	TABLE TRENDS
Registration Number:	2699225	TABLE ACCENTS
Registration Number:	2569315	LEES CURTAIN COMPANY
Registration Number:	2336925	DECOR
Registration Number:	2905374	DECOR

**CORRESPONDENCE DATA**

Fax Number: (212)268-0904  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: alice@mt-iplaw.com  
 Correspondent Name: Howard C. Miskin  
 Address Line 1: 1350 Broadway  
 Address Line 2: Suite 802  
 Address Line 4: New York, NEW YORK 10018

OP \$140.00 2661410

ATTORNEY DOCKET NUMBER:	ARLEEMERGERFILE5TMS
NAME OF SUBMITTER:	Howard C. Miskin
Signature:	/HCM/
Date:	12/16/2008
Total Attachments: 4 source=CertificateOfMerger#page1.tif source=CertificateOfMerger#page2.tif source=CertificateOfMerger#page3.tif source=CertificateOfMerger#page4.tif	

# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"LEES CURTAIN CO., INC.", A DELAWARE CORPORATION,

"TABLE TRENDS, INC.", A DELAWARE CORPORATION,

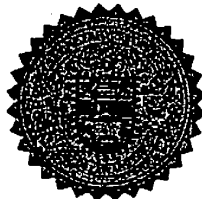
WITH AND INTO "ARLEE HOME FASHIONS, INC." UNDER THE NAME OF "ARLEE HOME FASHIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2002.

2976983 8330

030303947



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2409896

DATE: 05-09-03

TRADEMARK  
REEL: 003904 FRAME: 0903

CERTIFICATE OF OWNERSHIP AND MERGER

LEES CURTAIN CO., INC.  
(a Delaware Corporation)  
and  
TABLE TRENDS, INC.  
(a Delaware Corporation)  
into  
ARLEE HOME FASHIONS, INC.  
(a Delaware Corporation)

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Lees Curtain Co., Inc., which is incorporated under the laws of the State of Delaware ("Lees");

(ii) Table Trends, Inc., which is incorporated under the laws of the State of Delaware; and

(iii) Arlee Home Fashions, Inc., which is incorporated under the laws of the State of Delaware ("Arlee").

2. Arlee, as the owner of all of the outstanding shares of capital stock of Lees and Table Trends, hereby merges Lees and Table Trends with and into Arlee, a corporation of the State of Delaware.

3. The following is a copy of the resolutions adopted on the 19th day of December, 2001, by the Board of Directors of Arlee to merge Lees and Table Trends with and into Arlee, a corporation of the State of Delaware:

RESOLVED, that this corporation, Lees and Table Trends merge pursuant to the laws of the State of Delaware as hereinafter provided, so that the separate existence of Lees and Table Trends shall cease as soon as the merger becomes effective and thereupon

Lees, Table Trends and this corporation shall become a single corporation, which shall continue to exist under and be governed by the laws of the State of Delaware;

RESOLVED, that the terms and conditions of the proposed merger are as follows:

(a) From and after the effective time of merger, all of the estate, property, rights, privileges, powers, and franchises of Lees and Table Trends shall become vested in and be held by this corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Lees and Table Trends and that this corporation shall assume all of the obligations of Lees and Table Trends.

(b) From and after the effective time of the merger, the Certificate of Incorporation and the By-Laws of this corporation shall be the Certificate of Incorporation and the By-Laws of this corporation as in effect immediately prior to such effective time.

(c) The members of the Board of Directors and officers of this corporation, after the effective time of the merger shall be the members of the Board of Directors and the corresponding officers of this corporation, immediately before the effective time of the merger.

(d) From and after the effective time of the merger, the assets and liabilities of Lees and Table Trends and of this corporation shall be entered on the books of this corporation at the amounts at which they shall be carried at such time on the respective books of Lees and Table Trends and of this corporation, subject to such inter-corporate adjustments or eliminations, if any, as may be required to give effect to the merger; and, subject to such action as may be taken by the Board of Directors of Lees and Table Trends in accordance with generally accepted accounting principles, the capital and surplus of this corporation shall be equal to the capital and surplus of Lees and Table Trends and this corporation.

(e) The merger herein provided for is intended to be a merger in accordance with Section 368 (a)(1)(A) of the Internal Revenue Code.

(f) The merger may be abandoned at any time prior to the filing of the Certificate of Ownership and Merger of the corporations by the Secretary of State of the State of Delaware in the event that the Board of Directors of Lees, Table Trends and this corporation adopt resolutions abandoning the merger.

RESOLVED, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be January 1, 2002, or as soon thereafter as practicable, 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;

RESOLVED, that, in the event the proposed merger shall not be terminated, the proper officers of this corporation be and they hereby are authorized and directed to make and execute, under the corporate seal of this corporation, a Certificate of Ownership and Merger setting forth a copy of these resolutions to merge Lees and Table Trends into this corporation and the date of adoption thereof, and to cause the same to be filed and recorded as provided by law, and to do all acts and things whatsoever within the State of Delaware and any other appropriate jurisdiction necessary or proper to effect the merger.

4. The proposed merger herein certified has been adopted, approved, certified, executed and acknowledged by the Board of Directors of Arlee Home Fashions, Inc., the parent corporation, in accordance with Section 253(a) of the Delaware General Corporation Law.

5. The effective time of the Certificate of Ownership and Merger, and the time when the merger therein agreed upon shall become effective, shall be January 1, 2002.

Executed on this 19th day of December, 2001.

ARLEE HOME FASHIONS, INC.

By: 

David Frankel, President