

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
Russell Corporation		12/23/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Russell Brands, LLC
Street Address:	755 Lee Street
Internal Address:	Legal Department
City:	Alexander City
State/Country:	ALABAMA
Postal Code:	35010
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 183

Property Type	Number	Word Mark
Registration Number:	0063796	SPALDING
Registration Number:	0401712	BIKE
Registration Number:	0504173	J5V
Registration Number:	0506690	YOUNGSTAR
Registration Number:	0508504	TROPHY
Registration Number:	0526897	BIKE
Registration Number:	0775310	PRO SHOT
Registration Number:	0903429	PRO-SHOT
Registration Number:	0948495	SOUTHERN ATHLETIC
Registration Number:	0996847	R
Registration Number:	0997505	R
Registration Number:	1022095	CROSS CREEK
Registration Number:	1048839	PRO-ZONE

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Registration Number:	1064384	BIKE
Registration Number:	1083672	DUDLEY
Registration Number:	1105980	BIKE
Registration Number:	1130499	BIKE
Registration Number:	1152535	SLAM-DUNK
Registration Number:	1158184	SUPER SWEATS
Registration Number:	1182302	SPALDEEN
Registration Number:	1276266	THE EXCEPTIONAL SHIRT
Registration Number:	1304787	
Registration Number:	1364643	BODY GUARD
Registration Number:	1447754	BASKETSMALL
Registration Number:	1462965	AAI
Registration Number:	1493214	THE GOLFER
Registration Number:	1496890	SKILL BUILDERS
Registration Number:	1504121	SB-12L
Registration Number:	1511036	BIKE
Registration Number:	1511093	THE CLASSIC
Registration Number:	1523574	WINNERS WEAR BIKE
Registration Number:	1539396	ADVANCED TECHNOLOGY SERVING ATHLETES WORLDWIDE
Registration Number:	1540603	PRO COTTON
Registration Number:	1543669	FOCUS DESIGN
Registration Number:	1544632	JAM SESSION
Registration Number:	1550238	BUILT TO LAST
Registration Number:	1559132	J5-Y
Registration Number:	1559133	J5-J
Registration Number:	1575150	DESOTO PLAYER'S CLUB
Registration Number:	1580207	
Registration Number:	1590971	STRATA MESH
Registration Number:	1593129	HIGH COTTON
Registration Number:	1605660	BIG FOOT
Registration Number:	1651552	DISCUS ATHLETIC
Registration Number:	1654384	DD
Registration Number:	1662569	ARENA
Registration Number:	1682438	HURRICANE

Registration Number:	1683032	JERZEES
Registration Number:	1710106	NU-BLENDS
Registration Number:	1710117	BIKE
Registration Number:	1756943	
Registration Number:	1775341	SET-N-SPIKE
Registration Number:	1796384	MOVING COMFORT
Registration Number:	1824475	PLAYER'S PERFORMANCE
Registration Number:	1826428	LADY PLAYER
Registration Number:	1831412	
Registration Number:	1831440	CITY BALL
Registration Number:	1854729	AMERICAN ATHLETIC, INC.
Registration Number:	1856249	SPALDING
Registration Number:	1871967	PLAYER'S PRIDE
Registration Number:	1880688	PERFORMANCE CUSHION
Registration Number:	1880728	SPALDING
Registration Number:	1892240	GORILLA GOAL
Registration Number:	1927645	CENTER COURT
Registration Number:	1932436	R RUSSELL ATHLETIC
Registration Number:	1943872	J5PW
Registration Number:	1966228	FIT FOR WOMEN
Registration Number:	1976957	DISCUS ATHLETIC
Registration Number:	1976958	DISCUS ATHLETIC
Registration Number:	2001576	THREE RIVERS
Registration Number:	2044487	CHAMELEON
Registration Number:	2161253	JAGGED EDGE MOUNTAIN GEAR
Registration Number:	2170037	DUDLEY
Registration Number:	2195361	COMPRESSION PERFORMANCE SHORT
Registration Number:	2211244	ZK
Registration Number:	2264640	SB-12ST
Registration Number:	2280961	SW 12
Registration Number:	2280963	SK-12ND
Registration Number:	2289366	U TURN LIFT SYSTEM
Registration Number:	2305965	SPALDING
Registration Number:	2310274	TRUE TO THE GAME
Registration Number:	2322101	JERZEES

Registration Number:	2339930	SPALDING
Registration Number:	2344084	TIP IN
Registration Number:	2354734	HYDRA-RIB
Registration Number:	2364098	A FIT WOMAN IS A POWERFUL WOMAN
Registration Number:	2367963	A FIT WOMAN IS A POWERFUL WOMAN
Registration Number:	2396362	HIGH POST
Registration Number:	2479303	HERCULES
Registration Number:	2575647	SPALDING HIGH-BOUNCE BALL
Registration Number:	2590104	MICRO PUMP
Registration Number:	2591125	RUSSELL ATHLETIC
Registration Number:	2594751	4WD
Registration Number:	2598440	GAME RAISER
Registration Number:	2634603	PERFORMANCE PIQUE
Registration Number:	2645314	R
Registration Number:	2647273	TACK-SOFT
Registration Number:	2648452	POWER FORWARD
Registration Number:	2649060	JERZEES
Registration Number:	2652462	INFUSION
Registration Number:	2655098	GLADIATOR
Registration Number:	2659893	LIGHT IT UP
Registration Number:	2662629	JERZEES CAZUALS
Registration Number:	2670092	HERCUFIBRE
Registration Number:	2670323	INFUSION
Registration Number:	2670468	INFUSION
Registration Number:	2680935	DISCUS
Registration Number:	2687105	JERZEES OUTDOORS
Registration Number:	2689481	THE BEAST
Registration Number:	2713427	DRILAYER
Registration Number:	2716613	THE BRUTE
Registration Number:	2718433	CC
Registration Number:	2725992	OPTIX
Registration Number:	2725993	GRIPZ
Registration Number:	2745263	JUNIOR SLAM
Registration Number:	2754018	DRI-POWER
Registration Number:	2770343	SMART CLIPS

Registration Number:	2795025	FAST BREAK
Registration Number:	2795026	POOL SHARK
Registration Number:	2795027	MICRO JAMMER
Registration Number:	2799441	LIMITED
Registration Number:	2800515	DUNK STATION
Registration Number:	2800516	MINI-JAMMER
Registration Number:	2801519	COBRA
Registration Number:	2813046	CLEAR SLAM
Registration Number:	2814273	THE SPYDER
Registration Number:	2834777	HYPERLIGHT
Registration Number:	2839270	ADRENALINE
Registration Number:	2856780	
Registration Number:	2871754	SURE SHOT
Registration Number:	2877830	STRETCH POWER
Registration Number:	2879922	THERMA - POWER
Registration Number:	2885039	
Registration Number:	2889618	RUSSELL ATHLETIC POWER
Registration Number:	2890351	INSTAHOOP
Registration Number:	2900440	CLIMA-POWER
Registration Number:	2904052	Z
Registration Number:	2904053	Z
Registration Number:	2905165	E-Z ROLL
Registration Number:	2911114	COLLEGIATE LEGENDS
Registration Number:	2934166	LIMITED
Registration Number:	2937952	A.G. SPALDING BROS. 520 FIFTH AVENUE NEW YORK
Registration Number:	2944291	STORM POWER
Registration Number:	3014479	SPOT SHIELD
Registration Number:	3020959	FIELDSTAFF
Registration Number:	3023968	RUSSELL
Registration Number:	3053104	RED EAGLE
Registration Number:	3054729	FITFEST
Registration Number:	3090180	BACK ATCHA
Registration Number:	3090253	GLORY
Registration Number:	3093053	GLORY
Registration Number:	3095419	END ZONE

Registration Number:	3103059	AMERICAN
Registration Number:	3141512	THUNDER HEAT
Registration Number:	3234839	ARENA VIEW
Registration Number:	3276368	ADVANCE
Registration Number:	3280583	S SPALDING
Registration Number:	3285057	SPALDING
Registration Number:	3299083	S
Registration Number:	3335094	MICRO-PUMP
Registration Number:	3341817	CROSS TRAXXION
Registration Number:	3390164	CROSS TRAXXION
Registration Number:	3420012	GRIP CONTROL
Registration Number:	3429244	
Registration Number:	3567663	AMERICA'S FIRST BASEBALL COMPANY
Registration Number:	3567694	SPALDING ROOKIE GEAR RG
Registration Number:	3572678	SPALDING
Registration Number:	3574726	AAI
Serial Number:	77047718	S
Serial Number:	77089955	NUBLEND
Serial Number:	77197544	
Serial Number:	77197564	
Serial Number:	77248620	THE BEAST
Serial Number:	77248623	· AUTHENTIC OUTFITTER · TRADE S SPALDING MARK TRUE TO THE GAME
Serial Number:	77374989	INNER POWER
Serial Number:	77409988	PERMA FLATE
Serial Number:	77411339	IHOOP
Serial Number:	77496215	SLAM JAM
Serial Number:	77610214	PROVEN ON THE FIELD OF PLAY
Serial Number:	77633331	SQUADRON SERIES
Serial Number:	77633838	SPALDING HIGH-BOUNCE BALL
Serial Number:	78599226	TRUE TO THE GAME
Serial Number:	78947217	ARENA SLAM

CORRESPONDENCE DATA

Fax Number: (270)438-1338

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

TRADEMARK
REEL: 003945 FRAME: 0106

Phone: 270-781-6400
Email: rcrawford@fruit.com
Correspondent Name: Russell Brands, LLC
Address Line 1: One Fruit of the Loom Drive
Address Line 2: Legal Department
Address Line 4: Bowling Green, KENTUCKY 42103

ATTORNEY DOCKET NUMBER:	NAME CHANGE SUBMISSION
NAME OF SUBMITTER:	Rebecca A. Crawford
Signature:	/rac/
Date:	03/03/2009

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 "RUSSELL CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "RUSSELL CORPORATION" TO "RUSSELL BRANDS, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 3:52 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.



3424080 8100V

090001942

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7059013

DATE: 01-02-09

TRADEMARK
REEL: 003945 FRAME: 0108

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
RUSSELL CORPORATION**

Russell Corporation, a Delaware corporation (the "Corporation"), does hereby certify to the following facts relating to the conversion of the Corporation to a Delaware limited liability company (the "Conversion") under the name Russell Brands, LLC (the "Company"):

1. The Corporation was originally formed under the name of Russell Corporation on the 10th day of August, 2001 under the laws of the State of Delaware.
2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Russell Corporation.
3. The name of the limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation, is Russell Brands, LLC.
4. The Conversion shall be effective as of 11:59 p.m. on December 31, 2008.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Conversion to be executed in its name this 23rd day of December, 2008.

RUSSELL CORPORATION

By



Christopher M. Champion
Senior Vice President, General Counsel
and Secretary

1/1801463.1

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:48 PM 12/23/2008
FILED 03:52 PM 12/23/2008
SRV 081225706 - 3424080 FILE

**TRADEMARK
REEL: 003945 FRAME: 0109**

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 "RUSSELL BRANDS, LLC" FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2008, AT 3:52 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.



3424080 8100V

090001942

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7059013

DATE: 01-02-09

TRADEMARK
REEL: 003945 FRAME: 0110

**CERTIFICATE OF FORMATION
OF
RUSSELL BRANDS, LLC**

This Certificate of Formation of Russell Brands, LLC is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

1. The name of the limited liability company is Russell Brands, LLC.
2. The address of the registered office of the limited liability company in Delaware is 2711 Centerville Road, Wilmington, DE 19808. The registered agent at that address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned, acting as an authorized person in accordance with the Delaware Limited Liability Company Act, executes this Certificate of Formation effective as of 11:59 p.m., December 31, 2008.



Christopher M. Champion
As an Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:48 PM 12/23/2008
FILED 03:52 PM 12/23/2008
SRV 081225706 - 3424080 FILE

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