

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT																		
<b>NATURE OF CONVEYANCE:</b>	Luxury Apparel Group, L.L.C. was converted into a Delaware limited liability company. In connection with such conversion its name changed to Peter Millar LLC.																		
<b>CONVEYING PARTY DATA</b>																			
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:30%;">Name</th> <th style="width:20%;">Formerly</th> <th style="width:20%;">Execution Date</th> <th style="width:30%;">Entity Type</th> </tr> </thead> <tbody> <tr> <td>Luxury Apparel Group, L.L.C.</td> <td></td> <td>04/01/2009</td> <td>LIMITED LIABILITY COMPANY: TENNESSEE</td> </tr> </tbody> </table>		Name	Formerly	Execution Date	Entity Type	Luxury Apparel Group, L.L.C.		04/01/2009	LIMITED LIABILITY COMPANY: TENNESSEE										
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<b>CORRESPONDENCE DATA</b>																			
<p>Fax Number: (312)322-0056  <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 3123221981          Email: mhaynes@ggulaw.com          Correspondent Name: Michele Haynes          Address Line 1: 150 S. Wacker Drive, Suite 3150          Address Line 4: CHICAGO, ILLINOIS 60606</p>																			

OP \$140.00 2881454

NAME OF SUBMITTER:	Lucius E. Reese
Signature:	/Lucius E. Reese/
Date:	04/03/2009
<b>Total Attachments: 8</b> source=Luxury Apparel - Peter Millar (DE Filing Evidence)#page1.tif source=Luxury Apparel - Peter Millar (DE Filing Evidence)#page2.tif source=Luxury Apparel - Peter Millar (DE Filing Evidence)#page3.tif source=Luxury Apparel - Peter Millar (DE Filing Evidence)#page4.tif source=Luxury Apparel - Peter Millar (DE Filing Evidence)#page5.tif source=Luxury Apparel - Peter Millar (DE Filing Evidence)#page6.tif source=Luxury Apparel (TN Conversion)#page1.tif source=Luxury Apparel (TN Conversion)#page2.tif	

# Delaware

PAGE 1

*The First State*

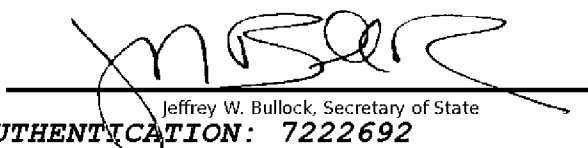
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PETER MILLAR LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF APRIL, A.D. 2009.



4671924 8300

090324318

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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7222692

DATE: 04-01-09

TRADEMARK  
REEL: 003966 FRAME: 0236

# Delaware

PAGE 1

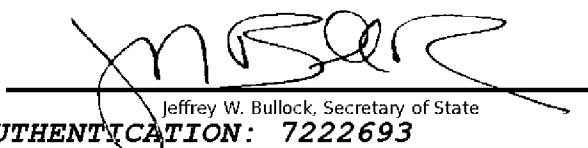
*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE CERTIFICATE OF CONVERSION OF A TENNESSEE LIMITED LIABILITY COMPANY "LUXURY APPAREL GROUP, L.L.C." TO A DELAWARE LIMITED LIABILITY COMPANY OF "PETER MILLAR LLC", WAS FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2009, AT 2:41 O'CLOCK P.M.

4671924 8317

090324318



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7222693

DATE: 04-01-09

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

TRADEMARK  
REEL: 003966 FRAME: 0237

# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, 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 TENNESSEE LIMITED LIABILITY COMPANY UNDER THE NAME OF "LUXURY APPAREL GROUP, L.L.C." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LUXURY APPAREL GROUP, L.L.C." TO "PETER MILLAR LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2009, AT 2:41 O'CLOCK P.M.

4671924 8100V

090324318



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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7222691

DATE: 04-01-09

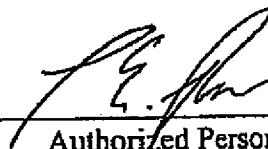
TRADEMARK  
REEL: 003966 FRAME: 0238

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company was first formed is Tennessee.
- 2.) The jurisdiction immediately prior to filing this Certificate is Tennessee.
- 3.) The date the Non-Delaware Limited Liability Company was first formed is July 23, 2003.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Luxury Apparel Group, L.L.C.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is PETER MILLAR LLC

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 1<sup>st</sup> day of April A.D. 2009.

By: \_\_\_\_\_

  
Authorized Person

Name: Lucius E. Reese  
Print or Type

# Delaware

PAGE 2

*The First State*

I, JEFFREY W. BULLOCK, 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 "PETER MILLAR LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2009, AT 2:41 O'CLOCK P.M.



4671924 8100V

090324318

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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7222691

DATE: 04-01-09

TRADEMARK  
REEL: 003966 FRAME: 0240

CERTIFICATE OF FORMATION

OF

PETER MILLAR LLC

1. The name of the limited liability company is PETER MILLAR LLC.

2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, in the State of Delaware, with the Zip Code of 19801. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of PETER MILLAR LLC this 1<sup>st</sup> day of April, 2009.

By: \_\_\_\_\_

Authorized Person

Name: Lucius E. Reese

TRADEMARK

REEL: 003966 FRAME: 0241



**Secretary of State**  
**Division of Business Services**  
**312 Rosa L. Parks Avenue**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

DATE: 04/02/09  
REQUEST NUMBER: 6503-1454  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 04/01/09 1505  
EFFECTIVE DATE/TIME: 04/01/09 1630  
CONTROL NUMBER: 0450872

TO:  
CFS  
8161 HWY 100, 172  
  
NASHVILLE, TN 37221

RE:  
LUXURY APPAREL GROUP, L.L.C.  
OTHER DOCUMENT

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

-----  
FOR: OTHER DOCUMENT

ON DATE: 04/02/09

FROM:  
CAPITAL FILING SERVICE (CFS)  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221-0000

	FEE	
RECEIVED:	\$20.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$20.00

RECEIPT NUMBER: 00004563171  
ACCOUNT NUMBER: 00101230



SS-4458

*Tre Hargett*  
TRE HARGETT  
SECRETARY OF STATE

REEL: 003966 FRAME: 0242

FILED

12

State of Tennessee



Department of State  
Corporate Filings  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

CERTIFICATE OF CONVERSION  
(LLC into another Business Entity)

STATE OF TENNESSEE  
For Office Use Only  
2009 APR - PM 3:05  
SECRETARY OF STATE

Pursuant to the provisions of §48-249-704 of the Tennessee Revised Limited Liability Company Act, the undersigned Limited Liability Company submits this certificate of conversion:

1. The current name of the of the domestic limited liability company (hereinafter referred to as the domestic LLC) is: Luxury Apparel Group, L.L.C.

If different, the name of the domestic LLC under which its articles of organization were originally filed is:

2. The date of filing of the original articles of organization of the domestic LLC was:  
July 23, 2003 (month/day/year).

3. The name of the other business entity into which the domestic LLC is to be converted is Peter Millar LLC, its jurisdiction of formation is Delaware, and its business type is a limited liability company.

4. All required approvals of the conversion have been obtained by the domestic limited liability company.

5. If the conversion is not to be effective upon the filing of the certificate of conversion, then the future effective date or time of the conversion is:  
Date: \_\_\_\_\_ Time: \_\_\_\_\_

6. The following box must be checked and the mailing address provided if the domestic LLC is converting to a foreign entity:

The foreign entity agrees that it may be served with process in this State in any proceeding for the enforcement of any obligation of the domestic LLC arising prior to the date of the conversion, irrevocably appointing the Secretary of State as its agent to accept service of process in any such proceeding. The address (including zip code) to which a copy of such process shall be mailed to it by the Secretary of State is:

c/o Peter Millar LLC c/o Winona Capital Management, 980 N. Michigan Ave., Ste. 1950, Chicago, IL 60611

April 1st, 2009  
Signature date

Signature

Authorized Person  
Signer's capacity

Lucius E. Reese  
Name (typed or printed)

6503.1454