

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/31/2006		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	U. O. D., Inc.		07/31/2006
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Urban Outfitters (Delaware), Inc.		
Street Address:	5000 South Broad Street		
City:	Philadelphia		
State/Country:	PENNSYLVANIA		
Postal Code:	19112-1495		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3151022	HI-BROW
CORRESPONDENCE DATA			
Fax Number:	(215)988-2757		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	215-988-2938		
Email:	William.Lehane@dbr.com		
Correspondent Name:	William J. Lehane		
Address Line 1:	One Logan Square		
Address Line 2:	18th & Cherry Streets		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
ATTORNEY DOCKET NUMBER:	123842		
NAME OF SUBMITTER:	William J. Lehane		
Signature:	/William J. Lehane/		

OP \$40.00 3151022

Date:

09/02/2009

Total Attachments: 4

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Delaware

PAGE 1

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 OWNERSHIP, WHICH MERGES:

"U.O.D., INC.", A DELAWARE CORPORATION,
WITH AND INTO "URBAN OUTFITTERS, INC." UNDER THE NAME OF "URBAN OUTFITTERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF AUGUST, A.D. 2006, AT 6:51 O'CLOCK P.M.

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



4198997 8100M

060723144

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4950484

DATE: 08-03-06

TRADEMARK
REEL: 004056 FRAME: 0345

CERTIFICATE OF OWNERSHIP AND MERGER

U.O.D., INC.
(a Delaware corporation)

with and into

URBAN OUTFITTERS, INC.
(a Pennsylvania corporation)

Pursuant to Section 253 of the Delaware General Corporation Law

Urban Outfitters, Inc., a corporation organized and existing under the Laws of the Commonwealth of Pennsylvania,

DOES HEREBY CERTIFY THAT:

FIRST: The name and state of organization of each of the constituent parties to the merger is as follows:

<u>NAME</u>	<u>STATE OF ORGANIZATION</u>
U.O.D., Inc.	Delaware
Urban Outfitters, Inc.	Pennsylvania

SECOND: Urban Outfitters, Inc. is the owner of 100% of the outstanding shares of common stock of U.O.D., Inc.

THIRD: The laws of the jurisdiction of organization of Urban Outfitters, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

FOURTH: The resolutions have been adopted by the Board of Directors of Urban Outfitters, Inc., by Unanimous Written Consent on July 31, 2006.

FIFTH: The name of the surviving corporation is Urban Outfitters, Inc.

SIXTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

SEVENTH: The merger shall be effective upon filing this Certificate of Merger with the Secretary of State of Delaware.

EIGHTH: The executed Agreement and Plan of Merger is on file at a place of business of Urban Outfitters, Inc. at 5000 South Broad Street, Philadelphia, Pennsylvania 19112-1495.

*State of Delaware
Secretary of State
Division of Corporations
Delivered 06:51 PM 08/01/2006
FILED 06:51 PM 08/01/2006
SRV 060723144 - 2235660 FILE*

NINTH: A copy of the Agreement and Plan of Merger will be furnished by Urban Outfitters, Inc. on request, without cost, to any stockholder of U.O.D., Inc. or of Urban Outfitters, Inc.

TENTH: Urban Outfitters, Inc., hereby agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Inter-Urban, Inc., as well as for enforcement of any obligation of Urban Outfitters, Inc. arising from the merger herein provided for; Urban Outfitters, Inc. irrevocably appoints the Secretary of State of Delaware as its agent for service of process in any such proceeding; and does hereby specify the following address in which a copy of such process shall be mailed by the Secretary of State of Delaware, 5000 South Broad Street, Philadelphia, PA 19112-1495.

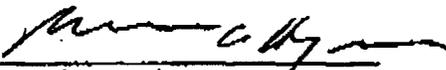
Signature Page Follows

IN WITNESS WHEREOF, the parties hereto have caused this Certificate of Ownership and Merger to be duly executed this 1st day of August, 2006.

U.O.D., INC.

By: 
Name: Ken Kubacki
Title: President

URBAN OUTFITTERS, INC.

By: 
Name: Richard A. Hayter
Title: President