

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/25/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
S. Rothschild & Co., Inc.		08/25/2006	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	SR Outerwear, Inc.
Street Address:	500 Seventh Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Serial Number:	77364143	ALL OUTDOORS
Registration Number:	1653121	BEALE & THURLOE LTD.
Registration Number:	2175826	BOSTON OUTFITTERS
Registration Number:	3618904	CLASSICS BY LARRY LEVINE
Registration Number:	2898795	CLASSICS BY S. ROTHSCHILD
Registration Number:	1202844	IZZI
Registration Number:	2827466	IZZI COLLECTIONS
Registration Number:	1621317	IZZI'S GANG
Registration Number:	1615804	IZZI'S KIDS
Registration Number:	2827467	IZZI SPORT
Registration Number:	1408632	JUNIOR CONCEPT
Registration Number:	2836177	KUTE KIDDIE
Serial Number:	77364116	LAKE FOREST

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**TRADEMARK
 REEL: 004169 FRAME: 0986**

Registration Number:	2898862	LE PETIT ROTHSCHILD
Registration Number:	2898793	LA PETITE ROTHSCHILD
Registration Number:	1744606	LARRY LEVINE
Serial Number:	77813015	LARRY LEVINE
Serial Number:	77813039	LARRY LEVINE
Registration Number:	2827465	LARRY LEVINE DESIGNS
Registration Number:	2822812	LARRY LEVINE DESIGN
Registration Number:	2827464	LARRY LEVINE SPORT
Registration Number:	2827463	LARRY LEVINE PETITES
Registration Number:	2827462	LEVINE CLASSICS
Registration Number:	3031335	LL LARRY LEVINE SPORT
Serial Number:	77313260	L.L. COLLEZIONI ITALIA
Registration Number:	2960589	MACKINTOSH NEW ENGLAND SINCE 1935
Registration Number:	2162989	MACKINTOSH NEW ENGLAND
Registration Number:	1959101	M D P
Registration Number:	2204646	ROTHSCHILD
Registration Number:	2898794	ROTHSCHILD SPORT
Registration Number:	2213571	S. ROTHSCHILD
Registration Number:	2821020	SKY COUNTRY
Registration Number:	1447625	SOUTH CREEK
Registration Number:	3418804	SPORT-MAC BY NEW ENGLAND MACKINTOSH
Registration Number:	1508283	STORM STOPPER
Registration Number:	0647877	THE AMERICAN MALE
Registration Number:	1447591	VESTCOAT

CORRESPONDENCE DATA

Fax Number: (212)545-3309
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212.592.1400
Email: rbroder@herrick.com
Correspondent Name: Robert S. Broder
Address Line 1: 2 Park Avenue
Address Line 2: Herrick, Feinstein LLP
Address Line 4: New York, NEW YORK 10016-9301

ATTORNEY DOCKET NUMBER:	04916-004
NAME OF SUBMITTER:	Robert S. Broder

Signature:	/RSB/
Date:	03/18/2010
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CERTIFICATE OF MERGER

of

S. ROTHSCHILD & CO., INC.

with and into

SR OUTERWEAR, INC.

(Under Section 904 of the Business Corporation Law)

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is SR Outerwear, Inc. The date upon which its certificate of incorporation was filed by the Department of State is August 24, 2006.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is S. Rothschild & Co., Inc. The jurisdiction of its incorporation is Pennsylvania; and the date of its incorporation therein is November 20, 1958.

The Application for Authority in the State of New York of the merged constituent corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on January 31, 1983.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

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SR OUTERWEAR, INC.

<u>Designation of each outstanding class and series of shares</u>	<u>Number of outstanding shares of each class</u>	<u>Designation of class and series entitled to vote</u>	<u>Classes and series entitled to vote as a class</u>
Common Stock	0	Class A Common Stock	Class A Common Stock

S. ROTHSCHILD & CO., INC.

<u>Designation of each outstanding class and series of shares</u>	<u>Number of outstanding shares of each class</u>	<u>Designation of class and series entitled to vote</u>	<u>Classes and series entitled to vote as a class</u>
Common Stock	8 - Class A Common Stock 864.23 - Class B Common Stock	Class A Common Stock	Class A Common Stock

FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation by the unanimous written consent of the Board of Directors. There are no issued and outstanding shares of the surviving constituent corporation and therefore no shareholder consent is required.

SIXTH: The merger herein certified was authorized in respect of the merged constituent corporation in accordance with the laws of its jurisdiction of incorporation and is in compliance with said laws.

SEVENTH: The following is a statement of any amendments or changes in the certificate of incorporation of the surviving constituent corporation to be effected by the merger:

The Certificate of Incorporation of SR Outerwear, Inc. shall be amended to change the name of said corporation. To accomplish said amendment, Article First of the Certificate of Incorporation of SR Outerwear, Inc., shall be stricken out in its entirety, and the following new Article First shall be substituted in lieu thereof:

"FIRST: The name of the corporation is S. Rothschild & Co., Inc."

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In witness hereof, the undersigned have executed this Certificate of Merger as of 25th day of August, 2006.

S. Rothschild & Co., Inc.
By: Mark Friedman
Name: Mark Friedman
Title: President

SR Outerwear, Inc.
By: Mark Friedman
Name: Mark Friedman
Title: President

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CERTIFICATE OF MERGER

OF

S. ROTHSCHILD & CO., INC.

INTO

SR OUTERWEAR, INC.

Section 904 of the Business Corporation Law

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FILED

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 14 2006

ICC
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED

SEP 14 2006

TAX \$ _____

BY: _____

TAX \$ _____

BY: _____

Filer: Herrick, Feinstein LLP
11th Floor
2 Penn Plaza East
Newark, NJ 07105
Cust. Ref#363610JBA

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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on February 22, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

Rev. 06/07