

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/18/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ADAMPLUSEVE, LLC		01/18/2007	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	ADAMPLUSEVE, INC.		
Street Address:	450 W. 15th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10011		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3117128	A+DAM	
Registration Number:	3080813	A+EVE	
CORRESPONDENCE DATA			
Fax Number:	(314)576-3388		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3145763340		
Email:	courtney.labelle@kellwood.com		
Correspondent Name:	Courtney LaBelle		
Address Line 1:	600 Kellwood Parkway		
Address Line 4:	Chesterfield, MISSOURI 63017		
ATTORNEY DOCKET NUMBER:	ADAM		
NAME OF SUBMITTER:	Courtney LaBelle		

OP \$65.00 3117128

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**TRADEMARK
 REEL: 004272 FRAME: 0259**

Signature:	/Courtney LaBelle/
Date:	09/03/2010
Total Attachments: 4 source=Certificate of Merger 1.18.07#page1.tif source=Certificate of Merger 1.18.07#page2.tif source=Certificate of Merger 1.18.07#page3.tif source=Certificate of Merger 1.18.07#page4.tif	

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CERTIFICATE OF MERGER

OF

ADAMPLUSEVE, LLC

INTO

ADAMPLUSEVE, INC.

**UNDER SECTION 904-A OF THE
BUSINESS CORPORATION LAW**

1. The name of each constituent entity is as follows:

ADAMPLUSEVE, LLC, a New York limited liability company, which limited liability company was formed by filing with the New York Department of State on April 24, 2002 under the original name A & DAM, LLC. The name of the limited liability company was changed to A PLUS DAM, LLC by filing with the New York Department of State on May 1, 2002. The name of the limited liability company was further changed to ADAMPLUSEVE, LLC by filing with the New York Department of State on November 25, 2003.

ADAMPLUSEVE, INC., a Delaware corporation, which corporation was formed by filing with the Delaware Department of State on January 17, 2006.

2. The date on which ADAMPLUSEVE, LLC filed its initial Articles of Organization with the New York Department of State was April 24, 2002.
3. The Certificate of Incorporation of ADAMPLUSEVE, INC. was filed with the Delaware Department of State on January 17, 2006. An application for authority of ADAMPLUSEVE, INC. was filed with the New York Department of State on January 17, 2006 under the fictitious name of adampluseve fashions.
4. An Agreement of Merger has been approved and executed by each constituent entity.
5. The name of the surviving entity is ADAMPLUSEVE, INC., a Delaware corporation.
6. ADAMPLUSEVE, INC., the surviving corporation, may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any domestic or foreign entity, previously amenable to suit in the State of New York, which is a constituent entity in the merger of the constituent entities named herein, and for the enforcement, as provided in the New York Business Corporation Law, of the right of

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shareholders or members of any constituent domestic entity to receive payment for their interests against the surviving corporation.

7. The New York Secretary of State is hereby designated as the agent of ADAMPLUSEVE, INC. upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the New York Business Corporation Law, in any action or special proceeding. The Secretary of State shall mail a copy of any process served upon him or her to: Lippes Mathias Wexler Friedman LLP, 665 Main Street, Suite 300, Buffalo, New York 14203, Attention: Gerald S. Lippes.

8. ADAMPLUSEVE, INC. shall, subject to the provisions of Section 623 of the New York Business Corporation Law, Section 1005 of the New York Limited Liability Company Law and any applicable statute, promptly pay to the members of ADAMPLUSEVE, LLC the amount, if any, to which they shall be entitled under the provisions of the New York Limited Liability Company Law or any applicable statute relating to the right of owners and members to receive payment for their interests.


9. The merger shall be effective upon the filing of this Certificate of Merger with the Office of the Secretary of State of the State of New York.

10. The merger of ADAMPLUSEVE, LLC into ADAMPLUSEVE, INC. is permitted by the Delaware General Corporation Law and is in compliance therewith.

11. The Agreement of Merger is on file at the offices of the surviving entity, ADAMPLUSEVE, INC. at 450 West 15th Street, New York, New York 10011

10. A copy of the Agreement of Merger will be furnished by ADAMPLUSEVE, INC., the surviving entity, on request and without cost, to any member of ADAMPLUSEVE, LLC or any person holding an interest in any other business entity that is to merge pursuant to the Agreement of Merger.

ADAMPLUSEVE, LLC

By: 
Gerald S. Lippes, Manager

ADAMPLUSEVE, INC.

By: 
Gerald S. Lippes, Secretary

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CERTIFICATE OF MERGER

OF

ADAMPLUSEVE, LLC

INTO

ADAMPLUSEVE, INC.

Under Section 904-a of the Business Corporation Law
Of the State of New York

FILED

2007 JAN 19 PM 3:48

Lippes Mathias Wexler Friedman LLP
665 Main St., Suite 300
Buffalo, NY 14203-1425

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ICC
STATE OF NEW YORK
DEPARTMENT OF STATE

Customer Reference # ADAMP54535&

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FILING RECEIPT

ENTITY NAME: ADAMPLUSEVE, INC.

DOCUMENT TYPE: AMENDMENT (FOR. BUS)
NAME

COUNTY: NEWY

SERVICE COMPANY: UNITED CORPORATE SERVICES - 37

SERVICE CODE: 37

FILED:01/18/2007 DURATION:***** CASH#:070118001318 FILM #:070118001222

ADDRESS FOR PROCESS

REGISTERED AGENT

FILER	FEES		PAYMENTS	
	370.00		370.00	
	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	0.00
LIPPES MATHIAS WEXLER FRIEDMAN LLP	CERT	0.00	CHARGE	0.00
665 MAIN ST., SUITE 300	COPIES	10.00	DRAWDOWN	370.00
	HANDLING	300.00	OPAL	0.00
BUFFALO, NY 14203-1425			REFUND	0.00

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