

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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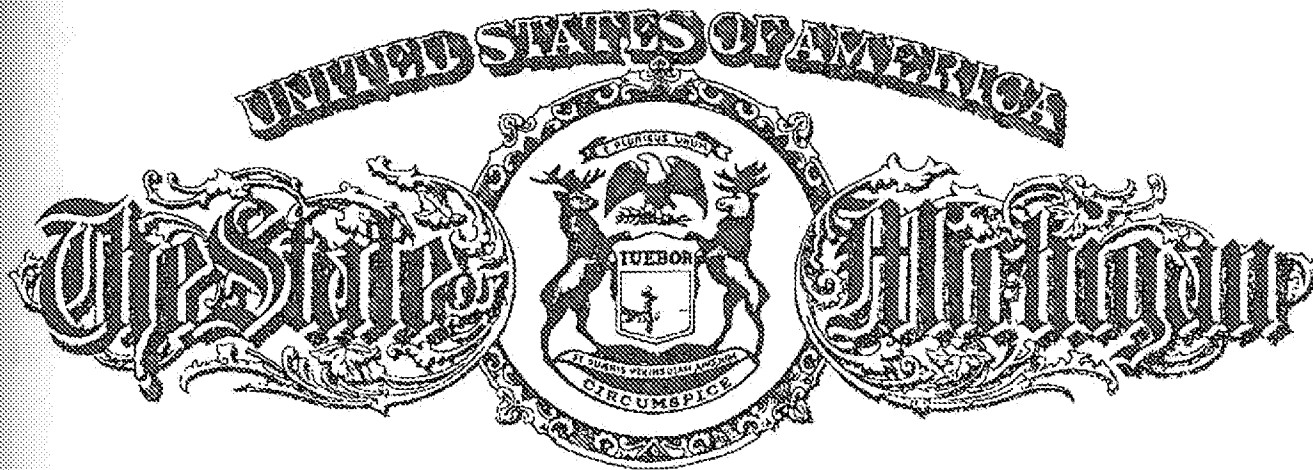
SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Certificate of Conversion	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Broder Bros., Co.		05/20/2009	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Broder Bros., Co.		
Street Address:	6 Neshaminy Interplex		
Internal Address:	6th Floor		
City:	Trevose		
State/Country:	PENNSYLVANIA		
Postal Code:	19053		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3862456	DEVON JONES	
Registration Number:	3694950	DEVON & JONES SPORT	
Registration Number:	2985778	DEVON & JONES	
CORRESPONDENCE DATA			
Fax Number:	(215)568-3439		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	215-568-3100		
Email:	trademarks@woodcock.com		
Correspondent Name:	Nancy Rubner Frandsen		
Address Line 1:	2929 Arch Street		
Address Line 2:	Cira Centre, 12th Floor		
Address Line 4:	Philadelphia, PENNSYLVANIA 19104-2891		
ATTORNEY DOCKET NUMBER:	BROD-0001		
NAME OF SUBMITTER:	Judy Dale, Trademark Paralegal		

CH \$90.00 3862456

900175863

TRADEMARK
REEL: 004418 FRAME: 0755

Signature:	/Judy Dale/
Date:	11/18/2010
Total Attachments: 8 source=Certificate of Convesion-State of Michigan#page1.tif source=Certificate of Convesion-State of Michigan#page2.tif source=Certificate of Convesion-State of Michigan#page3.tif source=Certificate of Convesion-State of Michigan#page4.tif source=Certificate of Convesion-State of Michigan#page5.tif source=Certificate of Convesion-State of Delaware#page1.tif source=Certificate of Convesion-State of Delaware#page2.tif source=Certificate of Convesion-State of Delaware#page3.tif	



Department of Energy, Labor & Economic Growth

Lansing, Michigan

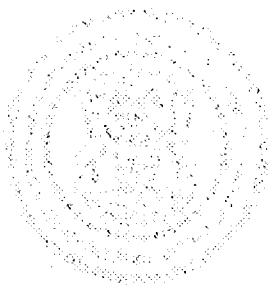
This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 20th day of May, 2009

Andrew G. Mitchell, Director

Bureau of Commercial Services



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REEL: 004418 FRAME: 0757

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RECEIVED

CERTIFICATE OF CONVERSION
FROM A DOMESTIC CORPORATION TO
A BUSINESS ORGANIZATION

FILED

MAY 20 2009

MAY 20 2009

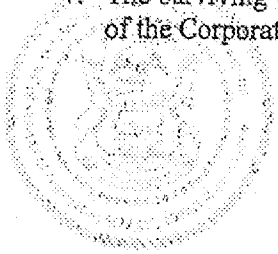
MI Dept of Labor and Economic Growth
Bureau of Commercial Services

In accordance with the provisions of Section 745 of the
Michigan Business Corporation Act

Administrator
BUREAU OF COMMERCIAL SERVICES

The undersigned, on behalf of Broder Bros., Co., a Michigan corporation (the "Corporation"), for the purpose of converting the Corporation from a domestic corporation organized under the laws of the State of Michigan to a foreign business enterprise incorporated under the laws of the State of Delaware (where such a foreign business enterprise, as so incorporated, constitutes a "business organization" under Section 736 of the Michigan Business Corporation Act) pursuant to a plan of conversion (the "Plan") adopted by the board of directors of the Corporation (the "Board") and requisite shareholders of the Corporation, submits this certificate of conversion for filing in the records of the Administrator of the Michigan Department of Energy, Labor and Economic Development in accordance with Section 745 of the Michigan Business Corporation Act:

- i. The name of the Corporation in Michigan is "Broder Bros., Co." The name of the business organization into which the Corporation is converting will also be named "Broder Bros., Co." The type of business organization into which the Corporation is converting is a corporation, governed by the General Corporation Law of the State of Delaware. The street address of the surviving business organization shall be as follows: Six Neshaminy Interplex, 6th Floor, Trevose, Pennsylvania, 19053, which shall also be its principal place of business. The preceding address for the surviving business organization is identical to that of the domestic corporation.
- ii. The Corporation has 10,000,000 outstanding shares of its common stock, par value \$0.01 per share (the "Common Stock"), as of the date of the adoption of the Plan, all such Common stock entitled to vote as a single class.
- iii. Upon approval by the Board and the shareholders of the Corporation in accordance with Section 745 of the Michigan Business Corporation Act, and proper filing of the certificate of conversion with the Michigan Department of Energy, Labor and Economic Development and other governing documents of the Corporation with the Secretary of State of the State of Delaware as required thereby, each share of Common Stock shall be converted into one (1) share of common stock in the surviving business organization.
- iv. As of the date hereof, the Board has adopted the Plan in accordance with Section 745(1)(c) of the Michigan Business Corporation Act.
- v. The surviving business organization will furnish a copy of the Plan to any shareholder of the Corporation upon request and without cost to such shareholder.

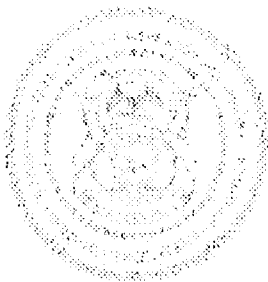


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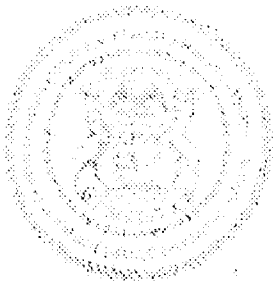
WB 121944

- vi. As of the date hereof, a majority of the shareholders of the Corporation has approved the Plan in accordance with subdivision (c) of Section 745 of the Michigan Business Corporation Act.
- vii. The following is a list of all assumed names of the Corporation to be used by the surviving corporation and authorized under Section 217(5) of the Michigan Business Corporation Act: "Alpha Shirt Company" and "NES Clothing Company".
- viii. The conversion is permitted by the law that will govern the internal affairs of the business organization and the surviving business organization complies with that law in converting.

[Signature Follows on Next Page]



Thomas P. Myers
Thomas Myers, authorized signatory



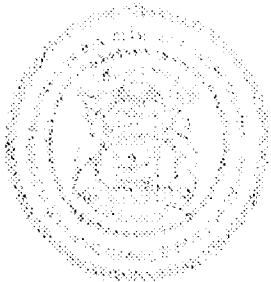
Signature Page to Certificate of Conversion for Michigan

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TRADEMARK
REEL: 004418 FRAME: 0760

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS
INDICATED IN THE BOX BELOW. Include name, street and number
(or P.O. box), City, State and ZIP code.

CT Corporation System
208 S. LaSalle Street
Suite 814
Chicago, IL 60604



GOLD SEAL APPEARS ONLY ON ORIGINAL

TRADEMARK
REEL: 004418 FRAME: 0761

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 MICHIGAN CORPORATION UNDER THE NAME OF "BRODER BROS., CO." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MAY, A.D. 2009, AT 10:11 O'CLOCK A.M.

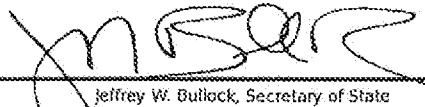
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4689623 8100V

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7313099

DATE: 05-20-09

TRADEMARK
REEL: 004418 FRAME: 0762

**CERTIFICATE OF CONVERSION
FROM A FOREIGN CORPORATION TO
A DOMESTIC CORPORATION**

*In accordance with the provisions of Section 265 of the
Delaware General Corporation Law*

The undersigned, being duly authorized to execute and file this Certificate of Conversion from a foreign corporation to a domestic corporation for the purposes of converting Broder Bros., Co., a Michigan corporation (the "Corporation"), into a Delaware domestic corporation pursuant to Section 265 of the Delaware General Corporation Law, does hereby certify as follows:

FIRST: The Corporation was originally incorporated in Michigan on August 23, 1966.

SECOND: The name of the Corporation immediately prior to filing this Certificate was "Broder Bros., Co."

THIRD: The name of the Corporation as set forth in the Certificate of Incorporation filed in accordance with Section 265 of the Delaware General Corporation Law is "Broder Bros., Co."

FOURTH: The conversion has been approved in accordance with the provisions of Section 265 of the Delaware General Corporation Law and Section 745 of the Michigan Business Corporation Act.

The undersigned, being the duly authorized officer of the Corporation, for the purposes of converting the Corporation into a domestic corporation pursuant to Section 265 of the Delaware General Corporation Law, does make this Certificate of Conversion, hereby declare and certify that this is my act and deed and the facts stated herein are true, and accordingly have hereunto set my hand on the 20th day of May, 2009.

Thomas A. Myers
Thomas Myers, authorized officer

Broder - DR Certificate of Conversion (FINAL)_(14521357_8).DOC