

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Smartwool Corporation		01/08/2011	CORPORATION: COLORADO
RECEIVING PARTY DATA			
Name:	SmartWool LLC		
Street Address:	3495 Airport Circle		
City:	Steamboat Springs		
State/Country:	COLORADO		
Postal Code:	80487		
Entity Type:	LIMITED LIABILITY COMPANY: COLORADO		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	77722919	FEELS GOOD	
Registration Number:	2306399		
Registration Number:	2402945		
Registration Number:	2314850	SMARTWOOL	
Registration Number:	2188918	SMARTWOOL	
Registration Number:	1973016	SMARTWOOL	
CORRESPONDENCE DATA			
Fax Number:	(303)473-2720		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	303 473-2710		
Email:	docket@hollandhart.com, shavlick@hollandhart.com		
Correspondent Name:	Scott S. Havlick		
Address Line 1:	P. O. Box 8749		
Address Line 4:	Denver, COLORADO 80201		
ATTORNEY DOCKET NUMBER:	39021.840000.000		

OP \$165.00 77722919

900186580

TRADEMARK
REEL: 004498 FRAME: 0981

NAME OF SUBMITTER:	Scott S. Havlick
Signature:	/Scott Havlick/
Date:	03/16/2011
Total Attachments: 8 source=Smartwool name change#page1.tif source=Smartwool name change#page2.tif source=Smartwool name change#page3.tif source=Smartwool name change#page4.tif source=Smartwool name change#page5.tif source=Smartwool name change#page6.tif source=Smartwool name change#page7.tif source=Smartwool name change#page8.tif	



Colorado Secretary of State
Date and Time: 12/22/2010 02:26 PM
ID Number: 19901107743

Document must be filed electronically.
Paper documents will not be accepted.

Document processing fee
Fees & forms/cover sheets
are subject to change.

\$50.00

Document number: 20101691772
Amount Paid: \$100.00

To access other information or print
copies of filed documents,
visit www.sos.state.co.us and
select Business Center.

ABOVE SPACE FOR OFFICE USE ONLY

Statement of Conversion

filed pursuant to § 7-90-201.7 (3) of the Colorado Revised Statutes (C.R.S.)

1. For the converting entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

ID number	<u>19901107743</u> <small>(Colorado Secretary of State ID number)</small>
Entity name or true name	<u>SMARTWOOL CORPORATION</u>
Form of entity	<u>Corporation</u>
Jurisdiction	<u>Colorado</u>
<u>Street</u> address	<u>3495 AIRPORT CIR</u> <small>(Street number and name)</small>
	<u>STEAMBOAT SPRINGS</u> <u>CO</u> <u>80487</u> <small>(City) (State) (ZIP/Postal Code)</small>
	<u>United States</u> <small>(Province - if applicable) (Country)</small>
<u>Mailing</u> address (leave blank if same as street address)	<u></u> <small>(Street number and name or Post Office Box information)</small>
	<u></u> <u></u> <u></u> <small>(City) (State) (ZIP/Postal Code)</small>
	<u></u> <u></u> <small>(Province - if applicable) (Country)</small>

2. The entity name of the resulting entity is SmartWool LLC.
(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

3. The converting entity has been converted into the resulting entity pursuant to section 7-90-201.7, C.R.S.

4. (If applicable, adopt the following statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

5. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document are 01/30/2011
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

6. The true name and mailing address of the individual causing this document to be delivered for filing are

<u>Kopala</u>	<u>Jennie</u>		
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
<u>200 Domain Drive</u>			
<i>(Street number and name or Post Office Box information)</i>			
<hr/>			
<u>Stratham</u>	<u>NH</u>	<u>03885</u>	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
<u></u>	<u>United States</u>		
<i>(Province - if applicable)</i>	<i>(Country)</i>		

(If applicable, adopt the following statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).



Colorado Secretary of State
 Date and Time: 12/22/2010 02:26 PM
 ID Number: 19901107743

Document must be filed electronically.
 Paper documents will not be accepted.

Document processing fee
 Fees & forms/cover sheets
 are subject to change.

\$50.00

Document number: 20101691772
 Amount Paid: \$100.00

To access other information or print
 copies of filed documents,
 visit www.sos.state.co.us and
 select Business Center.

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Organization

filed pursuant to § 7-80-203 and § 7-80-204 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name of the limited liability company is

SmartWool LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.l.c.", "llc", or "ltd.". See §7-90-601, C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the limited liability company's initial principal office is

Street address

3495 AIRPORT CIR

(Street number and name)

STEAMBOAT SPRINGS CO 80487

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

United States

(Country)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

3. The registered agent name and registered agent address of the limited liability company's initial registered agent are

Name

(if an individual)

(Last)

(First)

(Middle)

(Suffix)

OR

(if an entity)

Corporation Service Company

(Caution: Do not provide both an individual and an entity name.)

Street address

1560 Broadway, Suite 2090

(Street number and name)

Denver

(City)

CO

(State)

80202

(ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO _____
(State) (ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent has consented to being so appointed.

4. The true name and mailing address of the person forming the limited liability company are

Name

(if an individual)

(Last) (First) (Middle) (Suffix)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

The Timberland Company

Mailing address

200 Domain Drive

(Street number and name or Post Office Box information)

Stratham NH 03883
(City) (State) (ZIP/Postal Code)

(Province - if applicable) United States
(Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The limited liability company has one or more additional persons forming the limited liability company and the name and mailing address of each such person are stated in an attachment.

5. The management of the limited liability company is vested in

(Mark the applicable box.)

one or more managers.

OR

the members.

6. (The following statement is adopted by marking the box.)

There is at least one member of the limited liability company.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are 01/30/2011
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

<u>Kopala</u>	<u>Jennie</u>		
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
<u>200 Domain Drive</u>			
<i>(Street number and name or Post Office Box information)</i>			
<hr/>			
<u>Stratham</u>	<u>NH</u>	<u>03885</u>	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
<u></u>	<u>United States</u>		
<i>(Province – if applicable)</i>	<i>(Country)</i>		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

Document processing fee
If document is filed on paper
If document is filed electronically

\$150.00
Currently Not Available

Fees & forms/cover sheets
are subject to change.
To file electronically, access instructions
for this form/cover sheet and other
information or print copies of filed
documents, visit www.sos.state.co.us
and select Business.

20111011888
\$300.00
SECRETARY OF STATE
01/07/2011 16:08:05

Paper documents must be typewritten or machine printed.

ABOVE SPACE FOR OFFICE USE ONLY

**Statement of Correction Correcting Information Other Than Principal Office Address
or Registered Agent Information**

filed pursuant to §7-90-305 of the Colorado Revised Statutes (C.R.S.)

Document number
(of filed document to be corrected)

20101691772

ID number

19901107743

1. Entity name

SMARTWOOL CORPORATION

2. True name
(if different from the entity name)

The corrected statement(s) below correct(s) the corresponding incorrect statement(s) that is/are
contained in the filed document identified by the document number above.

Complete the following sections as applicable. Leave the section blank if it does not apply. You must
complete section 15.

3. Corrections made below are intended to update the entity's current information

OR

Corrections made below are intended for historical purposes only, and not to update the entity's
current information .

4. Correction of entity name of record

5. Correction of true name of record

6. Correction of entity form of record

7. Correction of jurisdiction of formation
of record

CORRECT_OTHER

Page 1 of 3

Rev. 3/05/2009

TRADEMARK
REEL: 004498 FRAME: 0988

8. Correction of delayed effective date of record (only for filed documents that have not become effective)

01/08/2011
(mm/dd/yyyy)

9. Correction of period of duration of record

If the entity's period of duration as corrected is perpetual, mark this box

OR

If period of duration is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

10. If other information contained in the filed document is being corrected, mark this box and include an attachment stating the information to be corrected and each such correction.

11. Correction regarding unauthorized filed document (if the filed document should not have been filed, mark this box and include an attachment stating each incorrect statement that is corrected by the statement of correction.) (only for filed documents that have become effective)

12. If this statement of correction affects another record in the records of the Secretary of State, mark this box and include an attachment stating the entity name, true name, trade name, or trademark and the identification number of that record.

13. If this statement of correction affects this record's status, mark this box

14. (If this statement of correction revokes a filed document that states a delayed effective date but has not yet become effective, adopt the following statement by marking the box.)
 The filed document is revoked.

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

15. The true name and mailing address of the individual causing this document to be delivered for filing are:

Kopala Jennie
(Last) (First) (Middle) (Suffix)
The Timberland Company
(Street number and name or Post Office Box information)
200 Domain Drive
Stratham NH 03885
(City) (State) (ZIP/Postal Code)
USA
(Province--if applicable) (Country)

(If applicable, adapt the following statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).