

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/02/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WATERSHIP HOLDINGS, INC.		05/02/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Imperial Headwear, Inc.
Street Address:	17101 East Ohio Drive
City:	Aurora
State/Country:	COLORADO
Postal Code:	80017
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	76369822	
Serial Number:	76335891	
Serial Number:	75768489	WATERSHIP TRADING COMPANIE
Serial Number:	75768484	HATS FOR HUMANS
Serial Number:	75767566	WATERSHIP TRADING COMPANIE

CORRESPONDENCE DATA

Fax Number: (303)607-3600
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 303-607-3500
Email: trademarkdnvr@faegre.com
Correspondent Name: Leslie P. Kramer
Address Line 1: 1700 Lincoln Street
Address Line 2: Suite 3200
Address Line 4: Denver, COLORADO 80203-4532

OP \$140.00 76369822

ATTORNEY DOCKET NUMBER:	75414-371416
NAME OF SUBMITTER:	Leslie P. Kramer
Signature:	/Leslie P. Kramer/
Date:	05/05/2011
Total Attachments: 3 source=Waterhsip merger into Imperial#page1.tif source=Waterhsip merger into Imperial#page2.tif source=Waterhsip merger into Imperial#page3.tif	

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:


"WATERSHIP HOLDINGS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "IMPERIAL HEADWEAR, INC." UNDER THE NAME OF "IMPERIAL HEADWEAR, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF MAY, A.D. 2011, AT 1:07 O'CLOCK P.M.

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

2356560 8100M

110479355




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8732405

DATE: 05-02-11

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

TRADEMARK
REEL: 004535 FRAME: 0014

CERTIFICATE OF MERGER
OF
WATERSHIP HOLDINGS, INC.,
A DELAWARE CORPORATION,
WITH AND INTO
IMPERIAL HEADWEAR, INC.,
A DELAWARE CORPORATION

(IN ACCORDANCE WITH THE PROVISIONS OF SECTION 251 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE)

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "General Corporation Law") DOES HEREBY CERTIFY:

- 1) That the names and states of incorporation of the constituent corporations (the "Constituent Corporations") are Imperial Headwear, Inc., a Delaware corporation ("Imperial Headwear"), and Watership Holdings, Inc., a Delaware corporation ("Watership").
- 2) That an Agreement of Merger, dated as of May 2, 2011 (the "Merger Agreement"), between Imperial Headwear and Watership, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Sections 228 and 251 of the General Corporation Law.
- 3) Imperial Headwear shall be the surviving corporation (the "Surviving Corporation") and that the name of the Surviving Corporation in the merger shall be Imperial Headwear, Inc.
- 4) That the Certificate of Incorporation of Imperial Headwear as in effect immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation.
- 5) That the executed Merger Agreement is on file at the office of the Surviving Corporation, the address of which is Imperial Headwear, Inc., 17101 East Ohio Drive, Aurora, Colorado 80017.
- 6) That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Constituent Corporation.
- 7) The merger is to become effective upon the filing of this Certificate of Merger.

IN WITNESS WHEREOF, Imperial Headwear has caused this Certificate of Merger to be executed by an authorized officer on the 2nd day of May, 2011.

IMPERIAL HEADWEAR, INC.

By: /s/ S. Garrett Stonehouse
Name: S. Garrett Stonehouse
Title: Secretary