

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
L.C. Licensing, Inc.		09/21/2011	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	L.C. Licensing, LLC		
<b>Street Address:</b>	1441 Broadway		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10018		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2432328	FIRST ISSUE	
Registration Number:	2271076	CRAZY HORSE	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(212)492-0754		
Email:	ashevell@paulweiss.com, aashville@paulweiss.com		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Correspondent Name:	Adam Shevell		
Address Line 1:	1285 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10019-6064		
ATTORNEY DOCKET NUMBER:	15325-005		
NAME OF SUBMITTER:	Christopher DiNardo		
Signature:	/C. DiNardo/		
Date:	09/27/2011		

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**Total Attachments: 4**

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# Delaware

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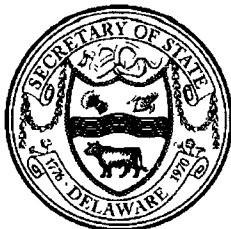
*The First State*

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 DELAWARE CORPORATION UNDER THE NAME OF "L.C. LICENSING, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "L.C. LICENSING, INC." TO "L.C. LICENSING, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2011, AT 12:51 O'CLOCK P.M.

2214857 8100V

111026678

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9043429

DATE: 09-21-11

TRADEMARK  
REEL: 004631 FRAME: 0340

# Delaware

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*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 CERTIFICATE OF FORMATION OF "L.C. LICENSING, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2011, AT 12:51 O'CLOCK P.M.



2214857 8100V

111026678

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9043429


DATE: 09-21-11

TRADEMARK  
REEL: 004631 FRAME: 0341

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The name of the corporation immediately prior to filing this Certificate of Conversion (this "Certificate") is L.C. Licensing, Inc. (the "Corporation").
2. The jurisdiction where the Corporation was first formed is Delaware.
3. The jurisdiction immediately prior to filing this Certificate is Delaware.
4. The date on which the Corporation was first incorporated is November 30, 1989.
5. The name of the Limited Liability Company as set forth in its Certificate of Formation is L.C. Licensing, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 21 day of September, 2011.

By:   
Name: Andrew Warren  
Title: Executive Vice President -  
Chief Financial Officer

**CERTIFICATE OF FORMATION**

**OF**

**L.C. LICENSING, LLC**

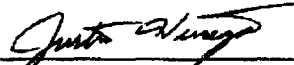
The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is **L.C. Licensing, LLC**.

SECOND: The address of the registered office of the limited liability company in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801.

THIRD: The name and address of the registered agent required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on September 21, 2011.



Name: Justin M. Winegar  
Title: Authorized Person