

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/04/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Red Kap Apparel Corp.		12/13/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Imagewear Apparel Corp.
Street Address:	3411 Silverside Road
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19810
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2753298	CHALLENGER
Registration Number:	1767512	NEW DIMENSION
Registration Number:	1722127	COOL-FLEX
Registration Number:	1723943	HONOUR CORPS

CORRESPONDENCE DATA

Fax Number:
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: pellegj@vfc.com
 Correspondent Name: Imagewear Apparel Corp.
 Address Line 1: 3411 Silverside Road
 Address Line 2: 200 Hanby Building
 Address Line 4: Wilmington, DELAWARE 19810

ATTORNEY DOCKET NUMBER:	IAC - MERGER
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OP \$115.00 2753298

NAME OF SUBMITTER:	Jacquelyn A. Pellegrino
Signature:	/jap/
Date:	09/14/2012
Total Attachments: 4 source=merger document of bassett-walker with red kap to form imagewear#page1.tif source=merger document of bassett-walker with red kap to form imagewear#page2.tif source=merger document of bassett-walker with red kap to form imagewear#page3.tif source=merger document of bassett-walker with red kap to form imagewear#page4.tif	

Delaware

PAGE 1

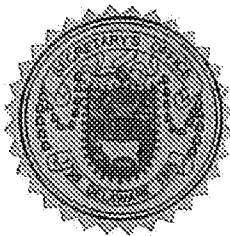
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"BASSETT-WALKER APPAREL CORP.", A DELAWARE CORPORATION, WITH AND INTO "RED KAP APPAREL CORP." UNDER THE NAME OF "IMAGEWEAR APPAREL CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FOURTH DAY OF JANUARY, A.D. 2003, AT 11:55 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2340214 8100M

AUTHENTICATION: 2193395

020788358

DATE: ~~11-20-02~~ TRADEMARK

REEL: 004861 FRAME: 0880

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

BASSETT-WALKER APPAREL CORP.

INTO

RED KAP APPAREL CORP.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 12/20/2002
020788358 - 2340214

Pursuant to Section 8-253 of the General Corporation Law of the State of Delaware, Bassett-Walker Apparel Corp., a corporation organized and existing under the laws of the State of Delaware (the "Parent"), hereby certifies the following:

1. The Parent was incorporated pursuant to the provisions of the General Corporation Law of the State of Delaware on June 15, 1993.

2. The Parent owns all of the outstanding shares of Red Kap Apparel Corp., a corporation incorporated pursuant to the provisions of the General Corporation Law of the State of Delaware on June 15, 1993 (the "Subsidiary").

3. The Board of Directors of the Parent by the Unanimous Written Consent to Action of the Board of Directors of the Parent duly executed and effective as of December 13, 2002, did adopt the following resolutions:

RESOLVED, that the merger of the Parent with and into the Subsidiary, in which the Subsidiary will be the surviving corporation and will assume all of the obligations of the Parent, be and hereby is approved and adopted.

FURTHER RESOLVED, that the terms and conditions of the merger are as follows:

Upon completion of the merger, the holder of the outstanding shares of the Parent shall receive an equivalent number of shares of the capital stock of Subsidiary and shall have no further claims of any kind or nature; and all of the shares of the Parent shall be surrendered and canceled.

FURTHER RESOLVED, that the Board of Directors hereby recommends and submits the merger to the sole stockholder of this Parent for approval and adoption.

FURTHER RESOLVED, that the effective time and date of the merger shall be 11:55:00 p.m. Eastern Standard Time on January 4, 2003 (the "Effective Time and Date").

FURTHER RESOLVED, that the certificate of incorporation of the Subsidiary at the Effective Time and Date of the merger shall be the certificate of incorporation of the surviving corporation and the certificate of incorporation shall continue in full force and effect until changed, altered, or amended in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware, except that Article 1 of the Certificate of

Incorporation of the Subsidiary shall be amended by deleting said Article in its entirety and inserting therefor the following provision:

"1. The name of the corporation is:

Imagewear Apparel Corp."

FURTHER RESOLVED, that the bylaws of the Subsidiary at the Effective Time and Date of the merger shall be the bylaws of the surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

FURTHER RESOLVED, that the directors and officers in office of the Subsidiary at the Effective Time and Date of the merger shall be the members of the Board of Directors and the officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

FURTHER RESOLVED, that if the merger shall be duly approved and adopted by the sole stockholder of the Parent, the proper officers of the Parent be and hereby are authorized and directed to execute and file, or cause to be filed, a Certificate of Ownership and Merger with the Secretary of State of the Delaware effecting the merger approved in these resolutions.

FURTHER RESOLVED, that each of proper officers of the Parent, individually, be and hereby is authorized, empowered and directed, in the name and on behalf of the Parent, to execute, acknowledge and deliver any and all other documents, certificates or instruments, to make such filings and recordings, and to take from time to time such other action, as they shall deem necessary or appropriate to carry out the purposes of the foregoing resolutions.

4. This merger has been adopted and approved by the sole stockholder of this Parent in the Waiver of Notice and Consent of the Sole Stockholder of the Parent dated December 13, 2002.

[Balance of Page Left Intentionally Blank. Signature Page to Follow.]

IN WITNESS WHEREOF, Bassett-Walker Apparel Corp. has caused this Certificate to be signed by Frank C. Pickard III, an authorized officer on this 13th day of December, 2002.



BASSETT-WALKER APPAREL CORP.,
a Delaware corporation

By: [Signature]
Name: Frank C. Pickard III
Title: Vice President and Treasurer

ATTEST: [Signature]
Barbara J. Kaplan, Asst. Secretary