

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 06/24/2013     |

CONVEYING PARTY DATA

| Name                       | Formerly | Execution Date | Entity Type           |
|----------------------------|----------|----------------|-----------------------|
| Frederick Warne & Co. Inc. |          | 06/21/2013     | CORPORATION: NEW YORK |

RECEIVING PARTY DATA

|                 |                                     |
|-----------------|-------------------------------------|
| Name:           | Frederick Warne & Co. LLC           |
| Street Address: | 375 Hudson Street                   |
| City:           | New York                            |
| State/Country:  | NEW YORK                            |
| Postal Code:    | 10014                               |
| Entity Type:    | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 100

| Property Type        | Number  | Word Mark         |
|----------------------|---------|-------------------|
| Registration Number: | 1289996 |                   |
| Registration Number: | 1289083 | PETER RABBIT      |
| Registration Number: | 1289082 | BEATRIX POTTER    |
| Registration Number: | 1290103 |                   |
| Registration Number: | 1290101 |                   |
| Registration Number: | 1298838 |                   |
| Registration Number: | 1289084 |                   |
| Registration Number: | 1281711 |                   |
| Registration Number: | 1325780 | BEATRIX POTTER'S  |
| Registration Number: | 1324512 | PETER RABBIT'S    |
| Registration Number: | 1350789 | BENJAMIN BUNNY    |
| Registration Number: | 1350791 | MRS. TIGGY-WINKLE |
| Registration Number: | 1392536 |                   |

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|                      |         |                             |
|----------------------|---------|-----------------------------|
| Registration Number: | 1418505 | PETER RABBIT                |
| Registration Number: | 1350904 | BEATRIX POTTER              |
| Registration Number: | 1393444 |                             |
| Registration Number: | 1324004 | PETER RABBIT                |
| Registration Number: | 1325356 | BEATRIX POTTER              |
| Registration Number: | 1341910 |                             |
| Registration Number: | 1341908 | TOM KITTEN                  |
| Registration Number: | 1339934 |                             |
| Registration Number: | 1379319 | MRS. RABBIT                 |
| Registration Number: | 1355298 | THE WORLD OF BEATRIX POTTER |
| Registration Number: | 1136137 |                             |
| Registration Number: | 1136138 |                             |
| Registration Number: | 1136142 |                             |
| Registration Number: | 1136147 |                             |
| Registration Number: | 1435532 |                             |
| Registration Number: | 1437298 |                             |
| Registration Number: | 1435534 |                             |
| Registration Number: | 1435531 |                             |
| Registration Number: | 1434736 |                             |
| Registration Number: | 1435529 |                             |
| Registration Number: | 1435527 |                             |
| Registration Number: | 1435535 |                             |
| Registration Number: | 1435533 |                             |
| Registration Number: | 1436405 |                             |
| Registration Number: | 1437296 |                             |
| Registration Number: | 1446350 |                             |
| Registration Number: | 1436404 |                             |
| Registration Number: | 1201168 |                             |
| Registration Number: | 1188599 | BEATRIX POTTER              |
| Registration Number: | 1185687 | JEMIMA PUDDLE-DUCK          |
| Registration Number: | 1185686 | BENJAMIN BUNNY              |
| Registration Number: | 1183929 | SQUIRREL NUTKIN             |
| Registration Number: | 1178023 | TOM KITTEN                  |
| Registration Number: | 1171453 | BENJAMIN BUNNY              |
| Registration Number: | 1265089 | PETER RABBIT                |

|                      |         |  |
|----------------------|---------|--|
|                      | 1186919 | PETER RABBIT                             |
| Registration Number: | 1185685 | PETER RABBIT                             |
| Registration Number: | 1097569 | BEATRIX POTTER COLLECTION                |
| Registration Number: | 1097568 | JEMIMA PUDDLE-DUCK                       |
| Registration Number: | 1096096 | BEATRIX POTTER                           |
| Registration Number: | 1027937 |  |
| Registration Number: | 0973426 |  |
| Registration Number: | 0957239 | BEATRIX POTTER                           |
| Registration Number: | 1421314 | PETER RABBIT                             |
| Registration Number: | 1475967 | BEATRIX POTTER                           |
| Registration Number: | 1185688 | MR. JEREMY FISHER                        |
| Registration Number: | 1546533 |  |
| Registration Number: | 1546475 | THE WORLD OF BEATRIX POTTER              |
| Registration Number: | 1546476 | PETER RABBIT                             |
| Registration Number: | 1710134 |  |
| Registration Number: | 1721730 | BEATRIX POTTER                           |
| Registration Number: | 1739726 | THE WORLD OF BEATRIX POTTER              |
| Registration Number: | 1794161 | THE WORLD OF PETER RABBIT AND FRIENDS    |
| Registration Number: | 1788802 | BEATRIX POTTER                           |
| Registration Number: | 1788803 | PETER RABBIT                             |
| Registration Number: | 1862303 |  |
| Registration Number: | 1822917 |  |
| Registration Number: | 1838735 |  |
| Registration Number: | 1864815 | GOODY TIPTOES                            |
| Registration Number: | 1864811 | TIMMY TIPTOES                            |
| Registration Number: | 1864810 | PIGLING BLAND                            |
| Registration Number: | 1868334 | JEMIMA PUDDLE-DUCK                       |
| Registration Number: | 2087327 | BEATRIX POTTER                           |
| Registration Number: | 2753390 | BEATRIX POTTER                           |
| Registration Number: | 2362424 |  |
| Registration Number: | 2399894 | PETER RABBIT                             |
| Registration Number: | 2399891 |  |
| Registration Number: | 3296322 | THE WORLD OF BEATRIX POTTER PETER RABBIT |
| Registration Number: | 3301095 |  |
| Registration Number: | 3301097 |  |

|                      |          |                 |
|----------------------|----------|-----------------|
|                      | 3301099  |                 |
| Registration Number: | 3877765  |                 |
| Registration Number: | 1853944  | FLOWER FAIRIES  |
| Registration Number: | 1534350  | FLOWER FAIRIES  |
| Registration Number: | 1658944  | FLOWER FAIRIES  |
| Registration Number: | 2492921  | FLOWER FAIRIES  |
| Registration Number: | 2244522  | FLOWER FAIRIES  |
| Registration Number: | 3694559  | FAIRYOPOLIS     |
| Serial Number:       | 85808632 | PETER RABBIT    |
| Serial Number:       | 85809169 | PETER RABBIT    |
| Serial Number:       | 85808772 | MOPSY           |
| Serial Number:       | 85809022 | MR TOD          |
| Serial Number:       | 85809455 | SQUIRREL NUTKIN |
| Serial Number:       | 85809463 | BENJAMIN BUNNY  |
| Serial Number:       | 85809472 | LILY BOBTAIL    |
| Serial Number:       | 85829536 | LILY BOBTAIL    |
| Serial Number:       | 85624084 | FLOWER FAIRIES  |

**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: jyen@fchs.com

Correspondent Name: Pasquale A. Razzano

Address Line 1: 1290 Avenue of the Americas

Address Line 4: New York, NEW YORK 10104

|                         |                       |
|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 1397.001709.          |
| NAME OF SUBMITTER:      | Pasquale A. Razzano   |
| Signature:              | /pasquale a. razzano/ |
| Date:                   | 08/08/2013            |

Total Attachments: 3

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# Delaware

PAGE 1

*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:

"FREDERICK WARNE & CO. INC.", A NEW YORK CORPORATION, WITH AND INTO "FREDERICK WARNE & CO. LLC" UNDER THE NAME OF "FREDERICK WARNE & CO. LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A.D. 2013, AT 7:56 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-FOURTH DAY OF JUNE, A.D. 2013, AT 12:01 O'CLOCK A.M.

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130800540

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0530810

DATE: 06-21-13

TRADEMARK  
REEL: 005085 FRAME: 0997

**CERTIFICATE OF MERGER**  
**OF**  
**FREDERICK WARNE & CO. INC.**  
(a New York corporation)  
**WITH AND INTO**  
**FREDERICK WARNE & CO. LLC**  
(a Delaware limited liability company)  
**UNDER SECTION 18-209 OF THE**  
**LIMITED LIABILITY COMPANY ACT**

June 21, 2013

1. The name and jurisdiction of formation or organization of each entity that is to merge are as follows:

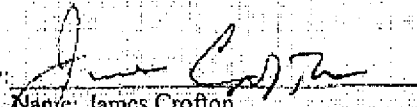
| <u>Name</u>               | <u>Jurisdiction</u> |
|---------------------------|---------------------|
| Frederick Warne & Co. Inc | New York            |
| Frederick Warne & Co. LLC | Delaware            |

2. An agreement of merger has been approved and executed by each entity that is to merge.
3. The name of the surviving entity is Frederick Warne & Co. LLC.
4. The effective time of the merger for purposes of the Limited Liability Company Act of the State of Delaware and the Business Corporation Law of the State of New York is 12:01 a.m. on June 24, 2013.
5. The merger is permitted under the laws of the State of New York, which is the jurisdiction of organization of Frederick Warne & Co. Inc.
6. The agreement of merger is on file at a place of business of Frederick Warne & Co. LLC, the address of which is 375 Hudson Street, New York, NY 10014.
7. A copy of the agreement of merger will be furnished by Frederick Warne & Co. LLC, on request and without cost, to any member of Frederick Warne & Co. LLC or any person holding an interest in Frederick Warne & Co. Inc.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of  
the date first above written.

FREDERICK WARNE & CO. LLC

By:   
Name: James Crofton  
Title: Vice President

{Certificate of Merger of Frederick Warne & Co. Inc. with and into Frederick Warne & Co. LLC}