

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM307318

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Outerstuff, Ltd		05/23/2014	CORPORATION: NEW YORK

## RECEIVING PARTY DATA

<b>Name:</b>	Outerstuff, Ltd
<b>Street Address:</b>	2711 Centerville Road, Suite 400
<b>Internal Address:</b>	c/o Corposation Service Company
<b>City:</b>	Wilmington
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19808
<b>Entity Type:</b>	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
<b>Serial Number:</b>	85323230	PRO STUFF
<b>Registration Number:</b>	4495142	GAME STUFF
<b>Registration Number:</b>	4495080	SLEEP STUFF
<b>Registration Number:</b>	3555222	TEAM ATHLETICS
<b>Registration Number:</b>	3768824	OUTERSTUFF
<b>Registration Number:</b>	3477406	CLIMATE CONTROL
<b>Registration Number:</b>	2695002	GENUINE STUFF
<b>Registration Number:</b>	2091404	WEATHER CONTROL

## CORRESPONDENCE DATA

Fax Number: 3472265410

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

Phone: 212-888-8200

Email: lmiller@fedkas.com

Correspondent Name: Larry Miller

Address Line 1: 845 Third Avenue, 11th Floor

Address Line 2: c/o Feder Kaszovitz LLP

Address Line 4: New York, NEW YORK 10022

TRADEMARK

<b>ATTORNEY DOCKET NUMBER:</b>	OUTERSTUFF CONV1 GK
<b>NAME OF SUBMITTER:</b>	Larry Miller
<b>SIGNATURE:</b>	/larry miller/
<b>DATE SIGNED:</b>	06/11/2014
<b>Total Attachments: 2</b> source=1#page1.tif source=1#page2.tif	

# 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 NEW YORK CORPORATION UNDER THE NAME OF "OUTERSTUFF, LTD." TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "OUTERSTUFF, LTD." TO "OUTERSTUFF LTD.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF MAY, A.D. 2014, AT 8 O'CLOCK A.M.

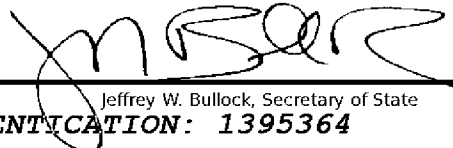
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5538906 8100V

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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: 1395364

DATE: 05-23-14

TRADEMARK  
REEL: 005300 FRAME: 0639

**CERTIFICATE OF CONVERSION OF A NON-DELAWARE CORPORATION  
TO A DELAWARE CORPORATION**

This Certificate of Conversion to a Corporation has been duly executed and is being filed by Outerstuff, Ltd., a New York corporation (the "Non-Delaware Corporation"), and Solomon Werdiger, as an authorized officer of the Non-Delaware Corporation, to convert the Non-Delaware Corporation into a Delaware corporation pursuant to Section 265 of the Delaware General Corporation Law (the "DGCL").

1. The date on which the Non-Delaware Corporation was first incorporated was November 13, 1984. The jurisdiction where the Non-Delaware Corporation was first incorporated and immediately prior to its conversion to a Delaware corporation was the State of New York.

2. The name of the Non-Delaware Corporation immediately prior to the filing of this Certificate of Conversion was "Outerstuff, Ltd."

3. The name of the corporation into which the Non-Delaware Corporation shall be converted, as set forth in its Certificate of Incorporation, is "Outerstuff Ltd."

4. The conversion of the Non-Delaware Corporation to a Delaware corporation is effective upon the filing of this Certificate of Conversion and the Certificate of Incorporation of Outerstuff Ltd.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion, this 23<sup>rd</sup> day of May, 2014.



Name: Solomon Werdiger  
Title: President

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:04 AM 05/23/2014  
FILED 08:00 AM 05/23/2014  
SRV 140695843 - 5538906 FILE