

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM307322

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION
SEQUENCE:	2

CONVEYING PARTY DATA

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

RECEIVING PARTY DATA

Name:	Outerstuff LLC
Street Address:	2711 Centerville Road, Suite 400
Internal Address:	c/o Corporation Service Company
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19808
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 8

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

ATTORNEY DOCKET NUMBER:	OUTERSTUFF CONV2 GK
NAME OF SUBMITTER:	Larry Miller
SIGNATURE:	/larry miller/
DATE SIGNED:	06/11/2014
Total Attachments: 2 source=2#page1.tif source=2#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 DELAWARE CORPORATION UNDER THE NAME OF "OUTERSTUFF LTD." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "OUTERSTUFF LTD." TO "OUTERSTUFF LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF MAY, A.D. 2014, AT 8:50 O'CLOCK A.M.

5538906 8100V

140696041




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1395540

DATE: 05-23-14

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

TRADEMARK
REEL: 005300 FRAME: 0660

**CERTIFICATE OF CONVERSION OF A CORPORATION TO A LIMITED
LIABILITY COMPANY**

This Certificate of Conversion to a Limited Liability Company (this "Certificate of LLC Conversion") has been duly executed and is being filed by Outerstuff Ltd., a Delaware corporation (the "Corporation"), and Solomon Werdiger, as an authorized person of the Corporation to convert the Corporation into a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act (the "LLC Act"), and Section 266 of the Delaware General Corporation Law (the "DGCL").

1. The Corporation was first incorporated on November 13, 1984 in the State of New York. The jurisdiction where the Corporation was incorporated immediately prior to its conversion to a Delaware limited liability company was the State of Delaware.

2. The name of the Corporation immediately prior to the filing of this Certificate of LLC Conversion was "Outerstuff Ltd."

3. The name of the limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation, is "Outerstuff LLC".

4. The conversion of the Corporation to a limited liability company is effective upon the filing of this Certificate of LLC Conversion and the Certificate of Formation of Outerstuff LLC.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of LLC Conversion, this 23rd day of May, 2014.



Name: Solomon Werdiger

Title: Authorized Person