

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM408407

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

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pacific Sunwear of California, Inc.		09/07/2016	Corporation: CALIFORNIA

## RECEIVING PARTY DATA

<b>Name:</b>	Pacific Sunwear of California, LLC
<b>Also Known As:</b>	PACSUN
<b>Street Address:</b>	3450 E Miraloma Ave
<b>City:</b>	Anaheim
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92806-2101
<b>Entity Type:</b>	Limited Liability Company: CALIFORNIA

## PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	5015748	MYGSOM
Registration Number:	5020254	MYGSOM
Registration Number:	4938595	LA HEARTS
Registration Number:	4736530	REIGN + STORM
Registration Number:	4597270	LA HEARTS
Registration Number:	4597246	BULLHEAD DENIM CO.
Registration Number:	4597209	WITH LOVE FROM CALIFORNIA
Registration Number:	4597204	WITH LOVE FROM CA
Registration Number:	4596660	WITH LOVE FROM CA
Registration Number:	4596625	WITH LOVE FROM CA
Registration Number:	4596566	WITH LOVE FROM CA
Registration Number:	4537517	PACSUN
Registration Number:	4439266	LA
Registration Number:	4217703	BULLHEAD BLACK
Registration Number:	4289780	LA HEARTS
Registration Number:	4230852	VELVET THORN
Registration Number:	4289688	A LITTLE MAYHEM
Registration Number:	4159009	WITH LOVE FROM CALIFORNIA

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4028828	LILU
Registration Number:	4106694	DRESS IRRESPONSIBLY
Registration Number:	4119418	C&S
Registration Number:	4119416	BLACK POPPY
Registration Number:	4119417	BLACK POPPY
Registration Number:	4119419	
Registration Number:	4119420	PACSUN
Registration Number:	4119421	PACSUN
Registration Number:	4106686	SOUND & MATTER
Registration Number:	4119422	WITH LOVE FROM CALIFORNIA
Registration Number:	4126446	WITH LOVE FROM CALIFORNIA
Registration Number:	4029752	CHECK & STRIPE
Registration Number:	4029714	CHECK AND STRIPE
Registration Number:	3916932	BALLYHOO
Registration Number:	3881246	ISSUE NO. 1
Registration Number:	3859011	FF
Registration Number:	3883919	FUTURE FAVORITES
Registration Number:	3881036	BLACK POPPY
Registration Number:	3920507	SOUND AND MATTER
Registration Number:	3835985	BLACK POPPY
Registration Number:	3794513	HEROES & HEATHENS
Registration Number:	3788447	ON THE BYAS
Registration Number:	3800631	WARP AND WEFT
Registration Number:	3955310	44 MM
Registration Number:	3796971	B
Registration Number:	3788399	B BY BULLHEAD
Registration Number:	3130927	NOLLIE
Registration Number:	2429854	PAC SUN
Registration Number:	2579269	PACSUN.COM
Registration Number:	1978907	PACIFIC SUNWEAR
Registration Number:	2044246	PACIFIC SUNWEAR
Registration Number:	1613010	PAC SUN
Registration Number:	1611656	PACIFIC SUNWEAR OF CALIFORNIA
Serial Number:	87099939	#ONIT
Serial Number:	87099931	ON IT!
Serial Number:	86912582	LA HEARTS
Serial Number:	86685888	VIBE TOWN
Serial Number:	86419281	LA HEARTS

Property Type	Number	Word Mark
Serial Number:	86416856	LA HEARTS

**CORRESPONDENCE DATA**

**Fax Number:**

*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:** (714) 414-4723

**Email:** trademarks@pacificsunwear.com

**Correspondent Name:** Pacific Sunwear of California, LLC

**Address Line 1:** 3450 E Miraloma Ave

**Address Line 4:** Anaheim, CALIFORNIA 92806-2101

<b>NAME OF SUBMITTER:</b>	Leah Roman
<b>SIGNATURE:</b>	/leahroman/
<b>DATE SIGNED:</b>	12/09/2016

**Total Attachments: 4**

source=Pacific Sunwear of California LLC - Certificate of Good Standing 09.27.16#page1.tif

source=Pacific Sunwear of California LLC-CA-Conversion#page1.tif

source=Pacific Sunwear of California LLC-CA-Conversion#page2.tif

source=Pacific Sunwear of California LLC-CA-Conversion#page3.tif

State of California  
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: PACIFIC SUNWEAR OF CALIFORNIA, LLC

FILE NUMBER: 201625610185  
FORMATION DATE: 09/07/2016  
TYPE: DOMESTIC LIMITED LIABILITY COMPANY  
JURISDICTION: CALIFORNIA  
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,  
hereby certify:

The records of this office indicate the entity is authorized to  
exercise all of its powers, rights and privileges in the State of  
California.

No information is available from this office regarding the financial  
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this day of  
September 27, 2016.

A handwritten signature in black ink, appearing to read "Alex Padilla".

ALEX PADILLA  
Secretary of State

D1360688

201625610185



State of California  
Secretary of State

Limited Liability Company  
Articles of Organization - Conversion

LLC-1A File #

FILED  
Secretary of State  
State of California

SEP 07 2016

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)  
Pacific Sunwear of California, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):  
 One Manager       More Than One Manager       All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA      City      State      Zip Code  
3450 East Miraloma Avenue      Anaheim      CA      92806

5. Initial Mailing Address of Limited Liability Company, if different from Item 4      City      State      Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process  
National Corporate Research, Ltd

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box      City      State      Zip Code  
CA

c. If an individual, Mailing Address of Agent for Service of Process      City      State      Zip Code

Converting Entity Information

7. Name of Converting Entity  
Pacific Sunwear of California, Inc.

8. Form of Entity      Corporation

9. Jurisdiction      California

10. CA Secretary of State File Number, if any  
C 1156189

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote.	AND	The percentage vote required of each class.
1,000 Common		100%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person      Gary H. Schoenfeld, President and CEO  
Type or Print Name and Title of Authorized Person

Signature of Authorized Person      Zohar Ziv, Secretary  
Type or Print Name and Title of Authorized Person

LLC-1A (REV 01/2016)

APPROVED BY SECRETARY OF STATE

D1360688

201625610185

Attachment to  
Limited Liability Company  
Articles of Organization - Conversion  
for  
Pacific Sunwear of California, LLC

12. Additional Information

This Certificate of Conversion will become effective immediately after the Fourth Amended and Restated Articles of Incorporation have been filed on September 7, 2016.



I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

SEP 12 2016

Date: \_\_\_\_\_ *AP*

*Alex Padilla*

ALEX PADILLA, Secretary of State

**TRADEMARK**

**REEL: 005945 FRAME: 0642**

**RECORDED: 12/09/2016**