

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM473844

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TSI Holdings (IP), Inc.		12/23/2002	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	TSI Holdings (IP), LLC		
Street Address:	399 Executive Boulevard		
City:	Elmsford		
State/Country:	NEW YORK		
Postal Code:	10523		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	86792126	TMPL	
Serial Number:	87460327	REPS ON RHYTHM	
Registration Number:	1165132	LUCILLE ROBERTS	
Registration Number:	1324009	LUCILLE ROBERTS	
CORRESPONDENCE DATA			
Fax Number:	212425288		
<i>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.</i>			
Phone:	212-425-7200		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	James E. Rosini		
Address Line 1:	One Broadway		
Address Line 4:	New York, NEW YORK 10004		
ATTORNEY DOCKET NUMBER:	15564/257394		
NAME OF SUBMITTER:	James E. Rosini		
SIGNATURE:	/JER/		
DATE SIGNED:	05/14/2018		
Total Attachments: 2			
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CH \$115.00 86792126

**CERTIFICATE OF FORMATION
OF
TSI HOLDINGS (IP), LLC**

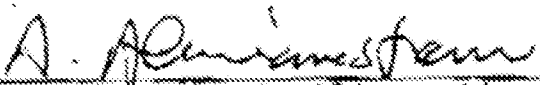
Under Section 18-201 of the Del. Limited Liability Company Act

This Certificate of Formation of TSI Holdings (IP), LLC, dated as of December 23, 2002, is being duly executed and filed by Alexander A. Alimanestianu, as secretary, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is TSI HOLDINGS (IP), LLC.

SECOND. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

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


Name: Alexander A. Alimanestianu
Title: Secretary/Authorized Person

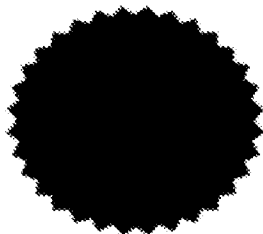
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 12/23/2002
020798532 - 2391728

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "TSI HOLDINGS (IP), INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TSI HOLDINGS (IP), INC." TO "TSI HOLDINGS (IP), LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2002, AT 12 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2391722 8100V

AUTHENTICATION: 2251212

030085690

DATE: 02-10-03

RECORDED: 05/14/2018

TRADEMARK
REEL: 006374 FRAME: 0692