

01-12-2000



101243134

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

RECEIVED
1999 DEC 16 AM 8:54
OPR/FINANCE

NRD 12.16.99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
12311997

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/KA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

01/11/2000 DNGUYEN 00000991 220440 75777777

01 FC:481
02 FC:482

40.00 CH
75.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20463. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK 29559713US

REEL: 002008 FRAME: 0730

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75777777"/>	<input type="text" value="75243476"/>	<input type="text"/>	<input type="text" value="2047783"/>	<input type="text" value="1223511"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Tim J. Schmuckal

Tim J. Schmuckal

12-15-99

Name of Person Signing

Signature

Date Signed

EL529559713US

F 971291000783

CT-07

CERTIFICATE OF AMENDMENT

OF THE CERTIFICATE OF INCORPORATION
OF
HAPPY KIDS, LTD.


UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

WE, THE UNDERSIGNED, Jack M. Benun and Mark J. Benun, being respectively the

President and Secretary of Happy Kids, Ltd., a New York corporation, hereby certify:

1. The name of the corporation is Happy Kids, Ltd.
2. The certificate of incorporation of said corporation was filed by the Department of State on May 14, 1979.
3. (a) The certificate of incorporation is amended to change the name of said corporation to "Happy Kids Children's Apparel, Ltd."
(b) To effect the foregoing, Article First relating to the name of the corporation is amended to read as follows:
FIRST: The name of the corporation is Happy Kids Children's Apparel, Ltd.
4. This amendment was authorized by the Written Consent of the Board of Directors of said corporation followed by the Written Consent of the Shareholders of said corporation, in lieu of a special meeting.

IN WITNESS WHEREOF, we have signed this certificate on this 31st day of December, 1997 and we affirm the statements contained therein as true under the penalties of perjury.



Jack M. Benun, President



Mark J. Benun, Secretary

2

CT-07 **977237000783**

CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION

OF

HAPPY KIDS, LTD.

UNDER SECTION 805 THE BUSINESS CORPORATION LAW

FILED
JUN 2 3 22 PM '98

Filer: Andrew Hamilton
Buchanan Ingersoll
500 College Road
Princeton, NJ 08540

JAC

100
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED *DEC 01* 1987
TAX \$ _____
BY: *JAC*

New York

RECORDED
JUN 2 3 22 PM '98

3 BILLED

977237000823