

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gempler's, Inc.

- Individual(s)
- General Partnership
- Corporation-State Wisconsin
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)

Name: Duluth Holdings Inc.

Internal

Address:

P.O. Box 409

Street Address:

City: Bellevue State: WI Zip: 53508

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Wisconsin
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 04/14/03

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)  
see exhibit A

B. Trademark Registration No.(s)  
see exhibit A

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Brian G. Gilpin; Godfrey & Kahn, S.C.

Internal Address:

Street Address: 780 N. Water Street

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-1509

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Brian G. Gilpin

Name of Person Signing

  
Signature

5/30/03

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

**EXHIBIT A**  
**REGISTRATIONS**

<b>TRADEMARK</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
DULUTH TRADING COMPANY	1,990,493	07/30/96
DULUTH TRADING COMPANY & Design	2,706,592	04/15/03
DULUTH TRADING COMPANY & Design	2,695,231	03/11/03

**APPLICATIONS**

<b>TRADEMARK</b>	<b>APP. NO.</b>	<b>FILING DATE</b>
24/7 JEANS	78/180,694	10/31/02
CAB COMMANDER	78/181,931	11/05/02
DULUTH PRESENTATION JACKET	78/181,987	11/05/02
F.O.M.	78/181,929	11/05/02
LONGTAIL T	78/177,882	06/05/03
NO POLO SHIRT	78/180,697	10/31/02
THE WORKING MAN'S VEST	78/181,932	11/05/02

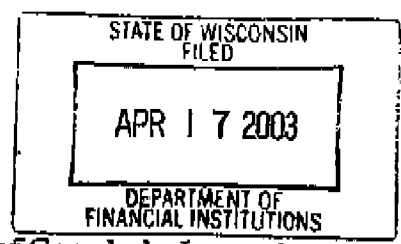
DEPARTMENT OF FINANCIAL INSTITUTIONS  
STATE OF WISCONSIN

AMENDMENT TO ARTICLES OF INCORPORATION

03 APR 16 PM 1:12

OF

GEMPLER'S, INC.



Pursuant to the consent of the shareholders and Board of Directors of Gempler's, Inc. and in accordance with Section 180.1003 of the Wisconsin Statutes, the following resolution was duly adopted on March 31, 2003:

BE IT RESOLVED, that the Articles of Incorporation of Gempler's, Inc. be, and they hereby are, amended by deleting Article I thereof and inserting in its place the following:

ARTICLE I

The name of the corporation is "Duluth Holdings Inc."

Executed in duplicate as of the 14<sup>th</sup> day of April, 2003.

GEMPLER'S, INC.

By: [Signature]  
Stephen L. Schlecht, President

This instrument was drafted by:

Paul W. Griepentrog  
Godfrey & Kahn, S.C.  
N21 W23350 Ridgeview Parkway  
Waukesha, Wisconsin 53188

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