11/17/03

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RE

11-19-2003

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

102604045

To the Honorable Commissioner of Pate... ...ched original documents or copy therof.

1. Name of conveying party(ies):

Build-A-Bear Workshop LLC

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

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

2. Name and address of receiving party(ies)
Name: Build-A-Bear Workshop, Inc.
Internal Address:
Street Address: 1954 Innerbelt Business Center Drive
City: St. Louis State: MO Zip: 63114-5760

☐ Individual(s) Citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Delaware
☐ 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 ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: April 4, 2000

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

A. Trademark Application No.(s)

76/005490 76/005489

B. Trademark Registration No.(s)

Additional number(s) attached ☐ Yes ☒ No

2003 NOV 17 AM 10:
OPR/FINANCE

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

Name: Lynn Hacker

Internal Address: Build-A-Bear Workshop, Inc.

Street Address: 1954 Innerbelt Business Center Drive

City: St. Louis State: MO Zip: 63114

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....$ 65.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

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

11/18/2003 LMUELLER 00000147 76005490
01 FC:8521 40.00 OP
02 FC:8522 25.00 OP

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.

Lynn Hacker — Name of Person Signing
Lynn Hacker — Signature
11/12/03 — Date

Total number of pages including cover sheet, attachments and document 4

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

STA 2 OF DELAWARE
SECR TARY OF STATE
DIVISIC OF CORPORATIONS
FILED C :01 AM 04/04/2000
0011 2891 - 3177986

CERTIFICATE OF MERGER OF BUILD-A-BEAR WORKSHOP, L.L.C. INTO BUILD-A-BEAR WORKSHOP, INC.

It is here by certified that:

FIRST. The constituent business corporation and limited liability company participating in the merger herein certified are:

NAME	STATE OF FORMATION/ INCORPORATION
Build-A Bear Workshop, L.L.C.	Missouri
Build-A Bear Workshop, Inc.	Delaware

SECOND. An Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 264 of the General Corporation Law of the State of Delaware and Section 347.720 of the Missouri Limited Liability Company Act respectively.

THIRD. The name of the surviving corporation in the merger herein certified is Build-A-Bear Workshop, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

FOURTH. The Certificate of Incorporation of Build-A-Bear Workshop, Inc as now in force and effect shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

FIFTH. The executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 1964 Innerbelt Business Center Drive, St. Louis, Missouri 63114.

SIXTH. A copy of the Agreement of Merger will be furnished by the aforesaid surviving corporation, on request and without cost to any member/stockholder of either of the aforesaid constituent entities.

SEVENTH. In accordance with the Agreement of Merger, the effective date of the merger shall be April 4, 2000.

1143368.03

In affirmation thereof, the facts stated above are true:

Dated April 4, 2000

BUILD-A-BEAR WORKSHOP, L.L.C.

By: Maxine Clark

Maxine Clark, Manager
Authorized Signature

Dated April 4, 2000

BUILD-A-BEAR WORKSHOP, INC.

By: Maxine Clark

Maxine Clark, President

1143300-03

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BUILD-A-BEAR WORKSHOP, L.L.C.", A MISSOURI LIMITED LIABILITY COMPANY,

WITH AND INTO "BUILD-A-BEAR WORKSHOP, INC." UNDER THE NAME OF "BUILD-A-BEAR WORKSHOP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF APRIL, A.D. 2000, AT 9:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

Edward J. Freel, Secretary of State

3177986 8100M

0011728191

AUTHENTICATION: 0361820

DATE: 04-05-00

WORLD BEARQUARTERS

1954 Innerbelt Business Ctr. Dr.
St. Louis, MO 63114-5760

Ph: 314-423-8000
Fx: 314-423-8188
www.buildabear.com

November 12, 2003

Box Assignments
Commissioner of Patents and Trademarks
Washington, D.C. 20231

Re: Assignment of Trademarks
Trademark: BUILD-A-PET; SN 76/005490
BUILD-A-PUPPY; SN 76/005489
Conveying Party: Build-A-Bear Workshop LLC
Receiving Party: Build-A-Bear Workshop, Inc.
Our Ref. No.: 713940.332; 713940.330

Dear Sir:

On behalf of Build-A-Bear Workshop, Inc., I enclose a Certificate of Merger and Recordation Form Cover Sheet assigning the trademarks BUILD-A-PET, Serial No. 76/005490 and BUILD-A-PUPPY, Serial No. 76/005489 to Build-A-Bear Workshop, Inc.

Enclosed is a Credit Card Payment Form for $65.00 to cover the fee for recording the assignments. Please deduct any additional fees required to our attorney's (Blackwell Sanders Peper Martin) deposit account number 11-0160.

Please acknowledge receipt of the enclosures by stamping and returning the enclosed postcard.

Very truly yours,

Lynn Hacker
Legal Assistant

Enclosure

WHERE BEST FRIENDS ARE MADE.