Electronic Version v1.1 Stylesheet Version v1.1

NEW ASSIGNMENT
MERGER
06/26/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
United States Luggage Company, L.P.		106/26/2006	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	United States Luggage Company, LLC	
Street Address:	400 Wireless Boulevard	
City:	Hauppauge	
State/Country:	NEW YORK	
Postal Code:	11767	
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK	

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1510130	SOLO
Registration Number:	3336542	SOLO

CORRESPONDENCE DATA

Fax Number: (973)836-0306

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-949-9022

Email: fterranella@lawabel.com
Correspondent Name: Lawrence E. Abelman
Address Line 1: 666 Third Avenue

Address Line 2: 10th Floor

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	8002898
NAME OF SUBMITTER:	Frank Terranella

900100955 REEL: 003733 FRAME: 0737

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Signature:	/ft/	
Date:	03/07/2008	
Total Attachments: 3 source=US LUGGAGE Company LLC#page1.tif source=US LUGGAGE Company LLC#page2.tif source=US LUGGAGE Company LLC#page3.tif		

TRADEMARK REEL: 003733 FRAME: 0738

CERTIFICATE OF MERGER

OF

UNITED STATES LUGGAGE COMPANY, L.P.

AND

UNITED STATES LUGGAGE COMPANY I, LLC

INTO

UNITED STATES LUGGAGE COMPANY I, LLC

(Under Section 1003 of the New York Limited Liability Company Law)

FIRST: The names of the constituent entities are: United States Luggage Company, L.P., a Delaware limited partnership and United States Luggage Company I, LLC, a New York limited liability company.

SECOND: The date when the Articles of Organization of United States Luggage Company I, LLC were filed by the Department of State of the State of New York is June 2, 2006.

THIRD: The date when the initial Certificate of Limited Partnership of United States Luggage Company, L.P. was filed with the Secretary of State of Delaware is March 27, 1989. The date when an application for authority of United States Luggage Company, L.P. was filed with the Department of State of the State of New York is April 3, 1989.

FOURTH: The Agreement and Plan of Merger, dated as of June 26, 2006, has been approved and executed by United States Luggage Company, L.P. and United States Luggage Company I, LLC.

FIFTH: The name of the surviving domestic limited liability company is United States Luggage Company I, LLC, a New York limited liability company (the "Surviving LLC").

SIXTH: The Secretary of State of the State of New York is designated as agent of the Surviving LLC upon whom process against it may be served. The post office address within or without this state to which the Secretary of State of the State of New York shall mail a copy of any process against the Surviving LLC served upon him or her is: 400 Wireless Boulevard, Hauppauge, New York 11767.

TRADEMARK REEL: 003733 FRAME: 0739 SEVENTH: The merger is permitted by the State of Delaware and is in compliance therewith.

EIGHTH: The Agreement and Plan of Merger is on file at the principal place of business of the Surviving LLC at 400 Wireless Boulevard, Hauppauge, New York 11767.

NINTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving LLC on request and without cost to any member of the Surviving LLC or to any person holding an interest in United States Luggage Company, L.P.

TENTH: Upon the filing of this Certificate of Merger, Article "First" of the Articles of Organization of the Surviving LLC is hereby amended as follows:

"FIRST: The name of the limited liability company is United States Luggage Company, LLC."

IN WITNESS WHEREOF, this Certificate of Merger has been subscribed by a duly authorized person this 26th day of June, 2006.

UNITED STATES LUGGAGE COMPANY I, LLC

Name: Richard Krulik

Title: Authorized Person

UNITED STATES LUGGAGE COMPANY, L.P.

By: LORDAN CORP., its general partner

Richard Krulik, its President

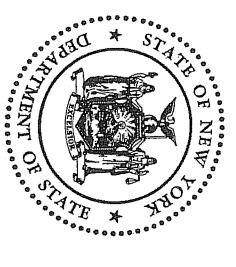
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State of New York } Ss: Department of State }

of State and that the same is a true copy of said original. I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary

Witness my hand and seal of the Department of State on

July 20, 2006



Special Deputy Secretary of State

TRADEMARK REEL: 003733 FRAME: 0741

RECORDED: 03/07/2008