

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/11/1998

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Williamson-Dickie Manufacturing Company		07/11/1998	CORPORATION: TEXAS

**RECEIVING PARTY DATA**

Name:	Williamson-Dickie Manufacturing Company
Street Address:	319 Lipscomb
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76104
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Registration Number:	0594540	DICKIES
Registration Number:	0594541	DICKIES
Registration Number:	0594542	DICKIES

**CORRESPONDENCE DATA**

Fax Number: (817)332-3043  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 817 336-2400  
 Email: rwhite@deckerjones.com  
 Correspondent Name: Decker, Jones, McMackin, McClane, Hall  
 Address Line 1: 801 Cherry St. Unit #46 Suite 2000  
 Address Line 2: Jeffrey W. Storie  
 Address Line 4: Fort Worth, TEXAS 76102-6836

NAME OF SUBMITTER:	Rosemary White
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OP \$90.00 0594540

Signature:

/Rosemary White/

Date:

03/04/2005

Total Attachments: 4

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*State of Delaware*  
*Office of the Secretary of State* PAGE 1

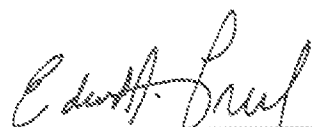
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"WILLIAMSON-DICKIE MANUFACTURING COMPANY", A TEXAS CORPORATION,

WITH AND INTO "WILLIAMSON-DICKIE MANUFACTURING COMPANY" UNDER THE NAME OF "WILLIAMSON-DICKIE MANUFACTURING COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF OCTOBER, A.D. 1998, AT 9 O'CLOCK A.M.



  
Edward J. Freel, Secretary of State

2888934 8100M

991225674

AUTHENTICATION: 9817395

DATE: 06-21-99

**TRADEMARK**  
**REEL: 003038 FRAME: 0994**

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

WILLIAMSON-DICKIE MANUFACTURING COMPANY,  
A Texas Corporation,

INTO

WILLIAMSON-DICKIE MANUFACTURING COMPANY  
A Delaware Corporation

WILLIAMSON-DICKIE MANUFACTURING COMPANY, a corporation organized and existing under the laws of the State of Texas,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 5th day of March, 1918, pursuant to the laws of the State of Texas.

SECOND: That this corporation owns all of the outstanding shares of the stock of WILLIAMSON-DICKIE MANUFACTURING COMPANY, a corporation incorporated on the 5th day of May, 1998, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent of its members, filed with the minutes of the Board on the 14th day of May, 1998, determined to and did merge itself into said WILLIAMSON-DICKIE MANUFACTURING COMPANY, a Delaware corporation:

RESOLVED: that Board of Directors of the Corporation has determined that it is in the best interests of the Corporation and its shareholders that the Corporation merge with and into Williamson-Dickie Manufacturing Company, a Delaware corporation, pursuant to a Plan of Merger (the "Plan"), a copy of which is attached hereto, and that that Plan be approved by the shareholders of the Corporation.

RESOLVED FURTHER: that the terms and conditions of the Plan are hereby approved, and the officers of the Corporation are hereby authorized and directed to call a special meeting of the shareholders of the Corporation for the purpose of considering and voting on the Plan.

RESOLVED FURTHER: Should the shareholders approve the Plan in the manner required by law, the officers of the Corporation are authorized and directed to execute and file such documents, and to take such further action, as may be necessary to consummate the Plan.

FOURTH: That the proposed merger has been adopted, approved, certified, executed, and acknowledged by this corporation and its shareholders in accordance with the laws of the State of Texas.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 10/30/1998  
991419018 - 2888934

TRADEMARK  
REEL: 003038 FRAME: 0995

IN WITNESS WHEREOF, said WILLIAMSON-DICKIE MANUFACTURING COMPANY, a Texas Corporation, has caused this Certificate to be signed by PHILIP C. WILLIAMSON, its President, this 1th day of July, 1998.

WILLIAMSON-DICKIE MANUFACTURING  
COMPANY, a Texas Corporation

By: Philip C. Williamson  
Philip C. Williamson, President

3590.080001121148897

**PLAN OF MERGER OF  
WILLIAMSON-DICKIE MANUFACTURING COMPANY, A TEXAS CORPORATION  
WITH AND INTO  
WILLIAMSON-DICKIE MANUFACTURING COMPANY, A DELAWARE CORPORATION**

This Plan of Merger ("Plan") is entered into by and between WILLIAMSON-DICKIE MANUFACTURING COMPANY, a Texas Corporation ("W-D Texas") and WILLIAMSON-DICKIE MANUFACTURING COMPANY, a Delaware Corporation ("W-D Delaware").

1. A plan of merger of W-D Texas and W-D Delaware under the provisions of Article 5.16 of the Texas Business Corporation Act and Section 368(a)(1)(F) of the Internal Revenue Code is adopted as follows:

(a) On the effective date as set forth in paragraph 2, W-D Texas will be merged into W-D Delaware, which shall be the surviving corporation. At that time, the existence of W-D Texas as a separate entity will cease, and W-D Delaware will succeed to all of the rights, title, and interest to all property owned by W-D Texas, without reversion or impairment, without any further act, and without any transfer or assignment having occurred, but subject to any existing liens or other encumbrances on the property. W-D Delaware will also assume all of the debts and obligations of W-D Texas, except as otherwise provided by law or contract, and only W-D Delaware will be liable for any debt or obligation.

(b) W-D Delaware will carry on business with the assets of the parties to the merger as these corporations existed immediately before the merger.

(c) Each shareholder of W-D Texas will surrender all shares of common stock of W-D Texas owned by such shareholder in exchange for an identical number of shares of common stock of W-D Delaware.

(d) The 1,000 shares of W-D Delaware owned by W-D Texas immediately before the merger, which constitute all of the issued and outstanding shares of W-D Delaware, will be cancelled and will revert to the status of authorized but unissued shares.

2. The effective date of the merger shall be the date a Certificate of Ownership and Merger is filed with the Secretary of State of the State of Delaware.