

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hanna Andersson Corporation		11/24/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Hanna Andersson, LLC		
Street Address:	1010 N.W. Flanders		
City:	Portland		
State/Country:	OREGON		
Postal Code:	97209		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1881013	HANNADOWNS	
Registration Number:	1582686	HANNA ANDERSSON	
Registration Number:	1478085	HANNA ANDERSSON	
Registration Number:	1395322	HANNA	
CORRESPONDENCE DATA			
Fax Number:	(503)220-2480		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	503.294.9460		
Email:	tm-pdx@stoel.com, tjhanson@stoel.com		
Correspondent Name:	Jere M. Webb		
Address Line 1:	c/o Stoel Rives LLP		
Address Line 2:	900 SW Fifth Avenue, Suite 2600		
Address Line 4:	Portland, OREGON 97204		
ATTORNEY DOCKET NUMBER:	11214-6		
NAME OF SUBMITTER:	Terri J. Hanson		

OP \$115.00 1881013

Signature:	/Terri J. Hanson/
Date:	12/09/2008
Total Attachments: 4 source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page1.tif source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page2.tif source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page3.tif source=Hanna Andersson - Articles of Conversion from Corp. to LLC#page4.tif	

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "HANNA ANDERSSON CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "HANNA ANDERSSON CORPORATION" TO "HANNA ANDERSSON, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2008, AT 8 O'CLOCK A.M.



3324967 8100V

081142973

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6986535

DATE: 11-25-08

TRADEMARK
REEL: 003900 FRAME: 0209

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "HANNA ANDERSSON, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2008, AT 8 O'CLOCK A.M.



3324967 8100V

081142973

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6986535

DATE: 11-25-08

TRADEMARK
REEL: 003900 FRAME: 0210

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY**

The undersigned, being duly authorized to execute and file this Certificate of Conversion for the purpose of converting a Delaware corporation to a Delaware limited liability company pursuant to the Section 18-214 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the corporation first formed is December 5, 2000.
4. The name of the Corporation immediately prior to filing this Certificate is Hanna Andersson Corporation.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Hanna Andersson, LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 24th day of November, 2008.



Adam C. Stone, an Authorized Person

CERTIFICATE OF FORMATION

OF

HANNA ANDERSSON, LLC

This Certificate of Formation is being executed as of November 24, 2008 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

The undersigned, being duly authorized to execute and file this Certificate, does hereby certify as follows:

1. Name. The name of the limited liability company is Hanna Andersson, LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The registered agent of the Company for service of process at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.



Adam C. Stone, an Authorized Person