

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
Royal Robbins, Inc.		07/31/2012	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Royal Robbins, LLC		
Street Address:	600 Kellwood Parkway		
City:	Chesterfield		
State/Country:	MISSOURI		
Postal Code:	63017		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	1931700	BILLY GOAT	
Registration Number:	2145573	BLUEWATER SHORT	
Registration Number:	2350360	GO EVERYWHERE	
Registration Number:	2428613	ROYAL ROBBINS	
Registration Number:	1303905		
Registration Number:	3314387		
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3145763340		
Email:	courtney.jackson@kellwood.com		
Correspondent Name:	Courtney Jackson		
Address Line 1:	600 Kellwood Parkway		
Address Line 4:	Chesterfield, MISSOURI 63017		

OP \$165.00 1931700

NAME OF SUBMITTER:	Courtney Jackson
Signature:	/Courtney Jackson/
Date:	08/16/2012
Total Attachments: 8 source=Royal Robbins Inc - Articles of Organization - Conversion - CA Corp to CA LLC - 7.31.12#page1.tif source=Royal Robbins Inc - Articles of Organization - Conversion - CA Corp to CA LLC - 7.31.12#page2.tif source=Royal Robbins LLC - Cert of Conversion - CA LLC to DE LLC - 7.31.12#page1.tif source=Royal Robbins LLC - Cert of Conversion - CA LLC to DE LLC - 7.31.12#page2.tif source=Royal Robbins LLC - Cert of Conversion and Cert of Formation CA LLC to DE LLC - 7.31.12#page1.tif source=Royal Robbins LLC - Cert of Conversion and Cert of Formation CA LLC to DE LLC - 7.31.12#page2.tif source=Royal Robbins LLC - Cert of Conversion and Cert of Formation CA LLC to DE LLC - 7.31.12#page3.tif source=Royal Robbins LLC - Cert of Conversion and Cert of Formation CA LLC to DE LLC - 7.31.12#page4.tif	



State of California Secretary of State

LLC-1A

File #

Limited Liability Company Articles of Organization - Conversion

ENDORSED - FILED in the office of the Secretary of State of the State of California

JUL 30 2012

IMPORTANT - Read all instructions before completing this form.

This Space For Filing Use Only

Converted Entity Information

1. NAME OF LIMITED LIABILITY COMPANY (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Ltd." and "Co.," respectively.)

ROYAL ROBBINS, LLC

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (Check only one)

ONE MANAGER

MORE THAN ONE MANAGER

ALL LIMITED LIABILITY COMPANY MEMBER(S)

4. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE

CITY

STATE

ZIP CODE

600 KELLWOOD PARKWAY

CHESTERFIELD

MO

63017

5. NAME OF AGENT FOR SERVICE OF PROCESS (Item 5: Enter the name of the agent for service of process. The agent may be an individual residing in California or a corporation that has filed a certificate pursuant to California Corporations Code section 1505. Item 6: If the agent is an individual, enter the agent's business or residential address in California. Item 7: If the converting entity is a California limited partnership, enter the mailing address of the individual or corporate agent. Check the box and omit the mailing address if the agent's mailing address is the same as the address in Item 6.)

C T CORPORATION SYSTEM

6. IF AN INDIVIDUAL, ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA

CITY

STATE

ZIP CODE

CA

7. MAILING ADDRESS OF AGENT FOR SERVICE OF PROCESS

CITY

STATE

ZIP CODE

CA

THE MAILING ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IS THE SAME AS THE AGENT'S BUSINESS OR RESIDENTIAL ADDRESS IN ITEM 6.

Converting Entity Information

8. NAME OF CONVERTING ENTITY

ROYAL ROBBINS, INC.

9. FORM OF ENTITY

CORPORATION

10. JURISDICTION

CALIFORNIA

11. CA SECRETARY OF STATE FILE NUMBER, IF ANY

C0665576

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS:

STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS
900,000 CAPITAL STOCK MAJORITY

Additional Information

13. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

14. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED

JULY 27, 2012

DATE

SIGNATURE OF AUTHORIZED PERSON

KEITH A. GRYPP, SENIOR VICE PRESIDENT
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

KEITH A. GRYPP, SECRETARY
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

JUL 30 2012

Date: _____ *Jm*

Debra Bowen
DEBRA BOWEN, Secretary of State

TRADEMARK

REEL: 004843 FRAME: 0939



**State of California
Secretary of State**

CERTIFICATE OF CONVERSION

CONV-1A

File # ~~201221210188~~

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUL 30 2012

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

CONVERTED ENTITY INFORMATION

1. NAME OF CONVERTED ENTITY ROYAL ROBBINS, LLC			
2. FORM OF ENTITY LIMITED LIABILITY COMPANY		3. JURISDICTION DELAWARE	
4. MAILING ADDRESS OF CHIEF EXECUTIVE OFFICE 600 KELLWOOD PARKWAY	CITY CHESTERFIELD	STATE MO	ZIP CODE 63017
5. STREET ADDRESS OF CHIEF EXECUTIVE OFFICE 600 KELLWOOD PARKWAY	CITY CHESTERFIELD	STATE MO	ZIP CODE 63017
6. STREET ADDRESS OF THE CALIFORNIA OFFICE, IF ANY	CITY	STATE CA	ZIP CODE
7. MAILING ADDRESS OF AGENT FOR SERVICE OF PROCESS	CITY	STATE CA	ZIP CODE

CONVERTING ENTITY INFORMATION

8. NAME OF CONVERTING ENTITY ROYAL ROBBINS, LLC		
9. FORM OF ENTITY LIMITED LIABILITY COMPANY	10. JURISDICTION CALIFORNIA	11. CA SECRETARY OF STATE FILE NUMBER, IF ANY 201221210188
12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS: <u>STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS</u> MEMBERSHIP INTEREST - 100% OUTSTANDING MAJORITY		

ADDITIONAL INFORMATION

13. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

14. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

JULY 27, 2012

DATE

SIGNATURE OF AUTHORIZED PERSON

KEITH A. GRYP, SENIOR VICE PRESIDENT OF
KELLWOOD COMPANY, THE MEMBER OF
CONVERTING ENTITY

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON



I hereby certify that the foregoing transcript of 7 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUL 30 2012

Date: PS

Debra Bowen
DEBRA BOWEN, Secretary of State
TRADEMARK

REEL: 004843 FRAME: 0941

Delaware

PAGE 1


The First State

I, JEFFREY W. BULLOCK, 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 CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "ROYAL ROBBINS, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2012, AT 5:26 O'CLOCK P.M.

5191360 8100V

120886295




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9745586

DATE: 07-31-12

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

TRADEMARK
REEL: 004843 FRAME: 0942

**CERTIFICATE OF CONVERSION
FROM A NON-DOMESTIC LIMITED LIABILITY COMPANY TO
A LIMITED LIABILITY COMPANY**

*In accordance with the provisions of
Section 18-214 of the Delaware Limited Liability Company Act*

The undersigned, being duly authorized to execute and file this Certificate of Conversion from a California limited liability company to a Delaware limited liability company for the purposes of converting Royal Robbins, LLC, a California limited liability company (the "Non-Delaware LLC"), into a Delaware limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act, does hereby certify as follows:

FIRST: The jurisdiction where the Non-Delaware LLC first formed is California.

SECOND: The jurisdiction immediately prior to filing this Certificate of Conversion is California.

THIRD: The date the Non-Delaware first formed is July 30, 2012 under the name of Royal Robbins, LLC.

FOURTH: The name of the Non-Delaware immediately prior to filing this Certificate of Conversion is Royal Robbins, LLC.

FIFTH: The name of the Limited Liability Company as set forth in the Certificate of Formation is Royal Robbins, LLC.

The undersigned, being the duly authorized person, for the purposes of converting the Non-Delaware LLC into a domestic limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act, does make this Certificate of Conversion, hereby declare and certify that this my act and deed and the facts stated herein are true, and accordingly have hereunto set my hands on the 27th day of July, 2012.

ROYAL ROBBINS, LLC
a California limited liability company

By: /s/ Keith A. Grypp
Name: Keith A. Grypp
Title: Senior Vice President, Secretary and
General Counsel

Delaware

PAGE 2

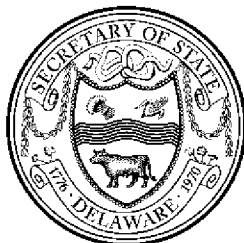
The First State


I, JEFFREY W. BULLOCK, 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 "ROYAL ROBBINS, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2012, AT 5:26 O'CLOCK P.M.

5191360 8100V

120886295

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9745586

DATE: 07-31-12

TRADEMARK
REEL: 004843 FRAME: 0944

**CERTIFICATE OF FORMATION
OF
ROYAL ROBBINS, LLC**

* * * * *
*Adopted in accordance with the provisions of §18-101
of the Limited Liability Company Act
of the State of Delaware*
* * * * *

The undersigned, being duly authorized to execute and file this Certificate of Formation for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. Section 18-101, et seq., does hereby certify as follows:

FIRST

The name of the limited liability company is Royal Robbins, LLC (the "Company").

SECOND

The Company's registered office in the State of Delaware is located at 1209 Orange Street, City of 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 27th day of July 2012.

/s/ Keith A. Grypp _____
Keith A. Grypp
Authorized Person