

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM652200

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Burlington Coat Factory of Texas, Inc.		04/20/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Burlington Coat Factory of Texas, Inc.		
Street Address:	1830 Route 130 North		
City:	Burlington		
State/Country:	NEW JERSEY		
Postal Code:	08016		
Entity Type:	Corporation: FLORIDA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1314745	COHOES	
CORRESPONDENCE DATA			
Fax Number:	6173454745		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6173454872		
Email:	trademarks@daypitney.com		
Correspondent Name:	Alex P. Garens / Day Pitney LLP		
Address Line 1:	605 Third Avenue, 31st Floor		
Address Line 4:	New York, NEW YORK 10158-1803		
NAME OF SUBMITTER:	Alex P Garens		
SIGNATURE:	/alex p garens/		
DATE SIGNED:	06/07/2021		
Total Attachments: 12			
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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "BURLINGTON COAT FACTORY OF TEXAS, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2018, AT 10:56 O`CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE CORPORATION HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE CORPORATION SHALL CEASE TO EXIST AS A CORPORATION OF THE STATE OF DELAWARE.




Jeffrey W. Bullock, Secretary of State

4121960 0265C
SR# 20182866150

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

Authentication: 202550558
Date: 04-20-18

TRADEMARK
REEL: 007318 FRAME: 0721

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION
TO A NON-DELAWARE ENTITY
PURSUANT SECTION 266 OF THE
GENERAL CORPORATION LAW

1.) The name of the Corporation is BURLINGTON COAT FACTORY
OF TEXAS, INC.

(If changed, the name under which it's certificate of incorporation was originally filed
was _____.)

2.) The date of filing of its original certificate of incorporation with the Secretary of
State is March 8, 2006

3.) The jurisdiction to which the corporation shall convert to is
Florida and the name under which the entity shall be known as is
BURLINGTON COAT FACTORY OF TEXAS, INC.

4.) The conversion has been approved in accordance with this section;

5.) The corporation may be served with process in the State of Delaware in any
action, suit or proceeding for enforcement of any obligation of the corporation arising
while it was a corporation of the State of Delaware, and that it irrevocably appoints
the Secretary of State as its agent to accept service of process in any such action, suit
or proceeding.

6.) The address to which a copy of the process shall be mailed to by the Secretary of
State is

1830 Route 130 North, Burlington, New Jersey 08016

In Witness Whereof, the undersigned have executed this Certificate of Conversion on
this 20th day of April, A.D. 2018

By: 
Authorized Officer

Name: Robert LaPenta, Jr., Vice President and Treasurer
Print or Type Name and Title

State of Delaware

Annual Franchise Tax Report

CORPORATION NAME			TAX YR.
BURLINGTON COAT FACTORY OF TEXAS, INC.			2018
FILE NUMBER	INCORPORATION DATE	RENEWAL/REUOCATION DATE	
4121960	2006/03/08		
PRINCIPAL PLACE OF BUSINESS			PHONE NUMBER
1830 ROUTE 130 NORTH BURLINGTON, NJ 08016			(609) 387-7800
REGISTERED AGENT			AGENT NUMBER
THE CORPORATION TRUST COMPANY CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON DE 19801			9000010
AUTHORIZED STOCK BEGIN DATE	END DATE	DESIGNATION/ STOCK CLASS	NO. OF SHARES PAR VALUE/ SHARE
2006/03/08		COMMON	1,000 .0100000000
OFFICER	NAME	STREET/CITY/STATE/ZIP	TITLE
	ROBERT LAPENTA, JR.	1830 ROUTE 130 NORTH BURLINGTON , NJ 08016	VICE PRES/ TREASURER
DIRECTORS	NAME	STREET/CITY/STATE/ZIP	
	GAYLE AERTKER	1830 ROUTE 130 NORTH, BURLINGTON, NJ 08016	
	JOHN CRIMMINS	1830 ROUTE 130 NORTH, BURLINGTON, NJ 08016	
	ROBERT LAPENTA, JR.	1830 ROUTE 130 NORTH, BURLINGTON, NJ 08016	
<p><i>NOTICE: Pursuant to 8 Del. C. 502(b), If any officer or director of a corporation required to make an annual franchise tax report to the Secretary of State shall knowingly make any false statement in the report, such officer or director shall be guilty of perjury.</i></p>			
AUTHORIZED BY (OFFICER, DIRECTOR OR INCORPORATOR)		DATE	TITLE
ROBERT LAPENTA, JR.		2018/04/20	VICE PRES/TREASURER
1830 ROUTE 130 NORTH, BURLINGTON, NJ 08016 US			



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 20, 2018

Capitol Services

Re: Document Number P18000035984

The Certificate of Conversion and Articles of Incorporation were filed April 20, 2018, with an organizational date deemed effective March 8, 2006, for BURLINGTON COAT FACTORY OF TEXAS, INC., the resulting Florida corporation.

The certification you requested is enclosed.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added. **It is your responsibility to remember to file your annual report in a timely manner.**

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to www.irs.gov.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6052, the New Filing Section.

Lyn Shoffstall
Bureau Chief
Division of Corporations

Letter Number: 318A00008094

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, FL 32309

TRADEMARK
REEL: 007318 FRAME: 0725

State of Florida



Department of State

I certify the attached is a true and correct copy of the Certificate of Conversion and Articles of Incorporation, filed on April 20, 2018, with an organizational date deemed effective March 8, 2006, for BURLINGTON COAT FACTORY OF TEXAS, INC., the resulting Florida corporation, as shown by the records of this office.

The document number of this entity is P18000035984.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twentieth day of April, 2018



CR2EO22 (1-11)

Ken Retzner

Ken Retzner
Secretary of State

TRADEMARK

REEL: 007318 FRAME: 0726

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
BURLINGTON COAT FACTORY OF TEXAS, INC.

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Corporation
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Delaware
(Enter state, or if a non-U.S. entity, the name of the country)

on March 8, 2006

Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:
BURLINGTON COAT FACTORY OF TEXAS, INC.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

FILED
10 APR 20 AM 11:35

Signed this 30th day of April, 2018.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]

Printed Name: Robert LaPenta, Jr. Title: Vice President and Treasurer

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: [Signature]

Printed Name: Robert LaPenta, Jr. Title: Vice President and Treasurer

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION
OF
BURLINGTON COAT FACTORY OF TEXAS, INC.**

19 APR 20 AM 11:35

FILED

ARTICLE ONE

The name of the corporation is **BURLINGTON COAT FACTORY OF TEXAS, INC.** (hereinafter, the "Corporation").

ARTICLE TWO

The address of the principal office and mailing address of the Corporation is:

1830 Route 130 North
Burlington, New Jersey 08016

ARTICLE THREE

The purpose for which the Corporation is organized is to transact any lawful business.

ARTICLE FOUR

This Corporation shall have the authority to issue One Thousand (1,000) shares of common stock having a par value of \$0.01 per share (the "Common Stock"). Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE FIVE

The street address of the Corporation's initial registered office is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of its initial registered agent at such office is CT Corporation.

ARTICLE SIX

The name of the Incorporator and the address of the Incorporator is Christopher Schaub, Esq., 1830 Route 130 North, Burlington, New Jersey 08016.

ARTICLE SEVEN

The directors shall have the power to adopt, amend or repeal By-Laws, except as may be otherwise provided in the By-Laws.

ARTICLE EIGHT

To the fullest extent permitted by applicable law, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. Any repeal or modification of this ARTICLE EIGHT shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE NINE


This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by applicable law.

ARTICLE TEN

The Corporation reserves the right to amend or repeal at any time and from time-to-time any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon shareholders and directors are granted subject to such reservation.

(Signature page follows)

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida, has signed these Articles of Incorporation this 20th day of April, 2018.



Christopher Schaub, Esq., Incorporator


CERTIFICATE OF
ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **BURLINGTON COAT FACTORY OF TEXAS, INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 20th day of April, 2018.

CT CORPORATION, Registered Agent

By:  _____
Name: _____
Title: Judith Argao
Vice President
and Assistant Secretary