

03-04-2003



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ASSIGNMENT FORM COVER SHEET
TRADEMARKS ONLY

2-27-03

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

40.00 DP
100.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Scott S. Havlick

Name of Person Signing

Signature

Feb. 27, 2003

Date Signed

STOCK CHANGE
CHANGE OF NAME

ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION OF

DUKE DESIGNS, INC.

FILED - CUSTOMER COPY
DONNETTA DAVIDSON
COLORADO SECRETARY OF STATE

20021016118 M
\$ 25.00
SECRETARY OF STATE
01-23-2002 08:17:44

The undersigned president and assistant secretary of Duke Designs, Inc., a corporation formed under the laws of the State of Colorado, hereby certify as follows:

- A. The name of the corporation is Duke Designs, Inc.
- B. The following amendments to the corporation's articles of incorporation were adopted pursuant to Section 7-110-103 of the Colorado Business Corporation Act:
 - 1. That the articles of incorporation of Duke Designs, Inc. are hereby amended by amending and restating Article I in its entirety as follows:

ARTICLE I
NAME

The name of the Corporation is Smartwool Corporation.

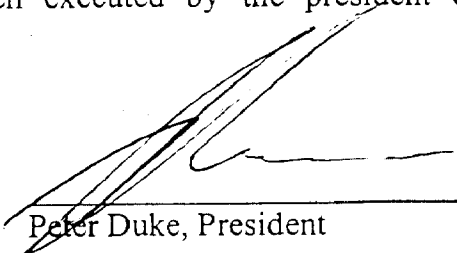
- 2. That the articles of incorporation of Duke Designs, Inc. are hereby amended by amending and restating Section a. of Article VII thereof in its entirety as follows:
 - a. Authorized Shares. The aggregate number of shares which the Corporation shall have the authority to issue is ten million (10,000,000) shares of common stock, at no par value.

C. The date of the adoption of these amendments was as of March 20, 2001.

D. The foregoing amendments were adopted by a vote of the shareholders. The number of votes cast for the amendment by each voting group entitled to vote separately on the amendments were sufficient for approval by that voting group.

IN WITNESS WHEREOF, the foregoing articles of amendment to the articles of incorporation of Duke Designs, Inc. have been executed by the president of the corporation.

DATED AS OF: March 20, 2001

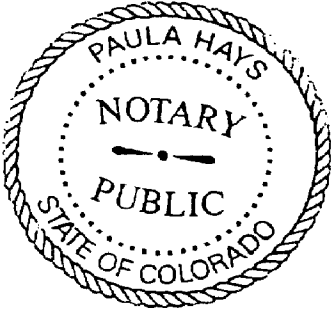

Peter Duke, President

STATE OF COLORADO)
)ss:
COUNTY OF ROUTT)

Subscribed and sworn to before me this 10th day of January 2002 by
Peter Duke as president of Duke Designs, Inc.

Witness my hand and official seal

My commission expires: 5-16-03



Paula Hays
Notary Public

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Change of Corporate Name

Conveying Party: Duke Designs, Inc.
A Colorado Corporation

Receiving Party: Smartwool Corporation
A Colorado Corporation

Registration Nos.: 2,188,918; 2,314,850; 2,306,399; 2,402,945; 1,973,016

CERTIFICATE OF MAILING BY EXPRESS MAIL

U.S. Patent and Trademark Office
Change of Corporate Name Branch/Fee
Office of Public Records
Crystal Gateway 4, Room 335
Washington, D.C. 20231

Sir:

The undersigned hereby certifies that the attached Trademark Recordation Form Cover Sheet, Change of Corporate Name, check for \$140.00 and return card, relating to the above registration, was deposited as "Express Mail," Mailing Label No. EL699481205US with the United States Postal Service, addressed to U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on Feb. 27, 2003.

February 27, 2003
Date

Jennifer L. Stone
Mailer

February 27, 2003
Date

Scott S. Havlick
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