

RECEIPT AND CERTIFICATE

Nº 1996

THE BAYLIS BROTHERS CO.

NAME

77 25771

NUMBER

DOMESTIC CORPORATIONS

ARTICLES OF INCORPORATION
AMENDMENT
MERGER/CONSOLIDATION
DISSOLUTION
AGENT
RE-INSTATEMENT
CERTIFICATES OF CONTINUED
EXISTENCE
MISCELLANEOUS

FOREIGN CORPORATIONS

LICENSE
AMENDMENT
SURRENDER OF LICENSE
APPOINTMENT OF AGENT
CHANGE OF ADDRESS OF AGENT
CHANGE OF PRINCIPAL OFFICE
RE-INSTATEMENT
FORM 7
PENALTY

MISCELLANEOUS FILINGS

ANNEXATION/INCORPORATION—CITY
OR VILLAGE
RESERVATION OF CORPORATE NAMES
REGISTRATION OF NAME
REGISTRATION OF NAME RENEWALS
REGISTRATION OF NAME—CHANGE
OF REGISTRANTS ADDRESS
TRADE MARK
TRADE MARK RENEWAL
SERVICE MARK
SERVICE MARK RENEWAL
MARK OF OWNERSHIP
MARK OF OWNERSHIP RENEWAL
EQUIPMENT CONTRACT/CHattel
MORTGAGE
POWER OF ATTORNEY
SERVICE OF PROCESS
MISCELLANEOUS
ASSIGNMENT—TRADE MARK, MARK
OF OWNERSHIP, SERVICE MARK,
REGISTRATION OF NAME

I certify that the attached document was received and filed in the office of TED W. BROWN, Secretary of State, at Columbus, Ohio, on the 25th day of April A. D. 1969, and recorded on Roll B613 at Frame 1396 of the RECORDS OF INCORPORATION and MISCELLANEOUS FILINGS.

Ted W. Brown

TED W. BROWN,
Secretary of State

Filed by and Returned To:

Goldman, Cole and Putnick

911 First National Bank Bldg.

Cincinnati, Ohio 45202 ATT: Paul H. Tobias

FEE RECEIVED: \$ 10.00

NAME: THE BAYLIS BROTHERS CO.

111-12

APPLICATION FOR REGISTRATION OF TRADE NAMES

(1329.01-1329.10, Revised Code)

B613 -1397

Approved CS

Date 4-25-69

Fee 10.00

111-12

U. S. Industries, Inc.

(Name of Applicant)

~~corporation, firm, association, society, foundation, federation or organization (strike words inapplicable)~~
or foreign corporation licensed to do business in this state, hereby makes application for registration of the name, title or designation under which such applicant is operating by filing the following statements with the Secretary of State of Ohio:

1. a. Name of Applicant(s) U. S. Industries, Inc.

b. Business Address _____

224 East 8th Street, Cincinnati, Ohio 45202

2. If incorporated, state of incorporation Delaware

3. Name, Title or Designation to be registered The Baylis Brothers Co.

4. General nature of business conducted Manufacturing of children's dresses

5. The length of time during which the name, title or designation has been used by applicant in operations within this state is (This trade name has been in continuous use since 1949 by an Ohio corporation of the same name which has this day changed its name to "T.B.B. Co." and transferred substantially all of its assets and good will to the applicant.)

U. S. INDUSTRIES, INC.

By H. L. Grace
Vice Chairman H & H Group

STATE OF OHIO
COUNTY OF HAMILTON ss.

H. L. Grace

(Applicant or Agent of Applicant)

, being first duly sworn says that he is the applicant, agent of applicant (strike words inapplicable), and that all statements made in the above written application are true.

Sworn to before me and subscribed in my presence this 22 day of April

A.D. 19 69

Paul H. Tolias

Notary Public

Filing Fee: \$10.00

State of Ohio
My Commission does not
expire

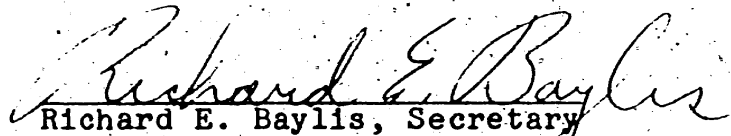
CERTIFICATE AND CONSENT

Cincinnati, Ohio
April 22, 1969

The undersigned Secretary of The Baylis Brothers Co. (herein called the "Company") hereby certifies that on the 21st day of April, 1969, the Board of Directors of The Baylis Brothers Co. approved and adopted the following resolution, effective April 22, 1969:

"RESOLVED FURTHER, that the Company hereby consents to the assignment and registration by U. S. Industries, Inc. of the trade name "The Baylis Brothers Co." by U. S. Industries, Inc. pursuant to the agreement and the President, Secretary and Treasurer, or any one or more of them are hereby authorized to take any and all actions which they deem necessary and appropriate for such purpose."

Pursuant to such resolution, The Baylis Brothers Co. does consent to the application of U. S. Industries, Inc. for registration of trade name "The Baylis Brothers Co."


Richard E. Baylis, Secretary
The Baylis Brothers Co.