

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Federated Brands, Inc.		12/06/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Macy's Merchandising Group, Inc.
Street Address:	11 Penn Plaza
City:	New York
State/Country:	NEW YORK
Postal Code:	10001
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 51

Property Type	Number	Word Mark
Registration Number:	1840334	ALFANI
Registration Number:	1448505	ALFANI
Registration Number:	1349616	ALFANI
Registration Number:	1428528	ALFANI
Registration Number:	2379773	ALFANI
Registration Number:	2906902	ALFANI
Registration Number:	2897242	ALFANI INTIMATES
Registration Number:	2897241	ALFANI WOMAN
Registration Number:	2806620	BELGIQUE
Registration Number:	1424011	CHARTER CLUB
Registration Number:	1523556	CHARTER CLUB
Registration Number:	1492304	CHARTER CLUB
Registration Number:	1473297	CHARTER CLUB

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Registration Number:	1997131	CHARTER CLUB
Registration Number:	1487959	CHARTER CLUB
Registration Number:	1431145	CHARTER CLUB
Registration Number:	1546518	CHARTER CLUB
Registration Number:	1462642	CHARTER CLUB
Registration Number:	1390871	CHARTER CLUB
Registration Number:	2886476	CHARTER CLUB INTIMATES
Registration Number:	2874676	CHARTER CLUB WOMAN
Registration Number:	1460059	CLUB ROOM
Registration Number:	1428530	CLUB ROOM
Registration Number:	1386831	CLUB ROOM
Registration Number:	1397197	CLUB ROOM CR
Registration Number:	2661965	GREEN DOG
Registration Number:	2661964	GREENDOG
Registration Number:	2476544	GREENDOG
Registration Number:	2476543	GREEN DOG
Registration Number:	2974150	H HOTEL COLLECTION
Registration Number:	2973619	H HOTEL COLLECTION
Registration Number:	2973468	H HOTEL COLLECTION
Registration Number:	2966268	H HOTEL COLLECTION BY CHARTER CLUB
Registration Number:	2911687	HOTEL COLLECTION BY CHARTER CLUB
Registration Number:	1915089	I.N.C. INTERNATIONAL CONCEPTS
Registration Number:	1915090	I.N.C. INTERNATIONAL CONCEPTS
Registration Number:	1498703	I.N.C. INTERNATIONAL CONCEPTS
Serial Number:	78261688	I.N.C. INTERNATIONAL CONCEPTS INTIMATES
Registration Number:	2899648	I.N.C. INTERNATIONAL CONCEPTS WOMAN
Serial Number:	78509787	ML MATERIAL LONDON
Serial Number:	78191988	NAP N SAK BY CHARTER CLUB
Registration Number:	2924990	PERFECTLY PUT TOGETHER
Registration Number:	2966929	PERFECTLY PUT TOGETHER
Registration Number:	2279012	STYLE & CO.
Registration Number:	2283428	STYLE & CO.
Registration Number:	2897243	STYLE & CO. COLLECTION WOMAN
Registration Number:	2895514	STYLE & CO. WOMAN
Registration Number:	2342052	TOOLS OF THE TRADE

Registration Number:	1212790	TOOLS OF THE TRADE
Registration Number:	1688412	TOOLS OF THE TRADE ILLUMINA +
Registration Number:	1406780	TOOLS OF THE TRADE

CORRESPONDENCE DATA

Fax Number: (212)336-8001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 336-8000
Email: ptodocket@arelaw.com
Correspondent Name: Max Vern
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Address Line 2: Amster, Rothstein & Ebenstein LLP
Address Line 4: New York, NEW YORK 10016

ATTORNEY DOCKET NUMBER:	33754/652
NAME OF SUBMITTER:	Max Vern
Signature:	/Max Vern/
Date:	05/04/2006

Total Attachments: 3
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STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
FEDERATED BRANDS, INC.
INTO
MACY'S MERCHANDISING GROUP, INC.

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:13 PM 12/06/2005
FILED 02:21 PM 12/31/2005
SRV 050990176 - 3870156 FILE

Pursuant to Title 8, Section 251 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Macy's Merchandising Group, Inc., and the name of the corporation being merged into this surviving corporation is Federated Brands, Inc., each a Delaware corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is Macy's Merchandising Group, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

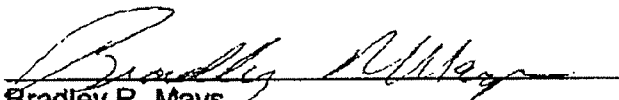
FIFTH: The merger is to become effective on December 31, 2005.

SIXTH: The Agreement of Merger is on file at Seven West Seventh Street, Cincinnati, Ohio 45202, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, this 6th day of December, 2005.

MACY'S MERCHANDISING GROUP, INC.


Bradley R. Mays
Vice President

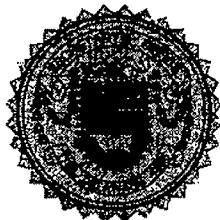
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CORRECTION OF "MACY'S MERCHANDISING GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2006, AT 2:41 O'CLOCK P.M.

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



3870156 8100

060173588

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4548663

DATE: 02-24-06

TRADEMARK
REEL: 003302 FRAME: 0399

**STATE OF DELAWARE
CERTIFICATE OF CORRECTION**

Macy's Merchandising Group, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.


DOES HEREBY CERTIFY:

1. The name of the corporation is Macy's Merchandising Group, Inc.
2. That a Certificate of Merger was filed by the Secretary of State of Delaware on 12-6-05 and that said Certificate requires correction as permitted by Section 103 of the General Corporation law of the State of Delaware.
3. The inaccuracy or defect of said Certificate is: Omission of business address.
4. Article Sixth of the Certificate is corrected to read as follows:

The Agreement of Merger is on file at Seven West Seventh Street, Cincinnati, Ohio 45202, the corporate address of the surviving corporation. The place of business of the surviving corporation is 11 Penn Plaza, New York, New York 10001.

IN WITNESS WHEREOF, said corporation has caused this Certificate of Correction this 17th day of February, 2006.

MACY'S MERCHANDISING GROUP, INC.


Bradley R. Mays
Vice President