

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM346262

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	12/08/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Macy's Merchandising Group, Inc.		12/01/2014	CORPORATION: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
MMG (New York), Inc.	12/01/2014	CORPORATION: NEW YORK

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

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

PROPERTY NUMBERS Total: 106

Property Type	Number	Word Mark
Serial Number:	85620121	08
Serial Number:	86281213	1872
Serial Number:	86976541	1872
Serial Number:	85620122	30
Registration Number:	3966496	55 BROOME
Registration Number:	2379773	ALFANI
Registration Number:	1448505	ALFANI
Registration Number:	1349616	ALFANI
Registration Number:	1428528	ALFANI
Registration Number:	2906902	ALFANI
Registration Number:	2897242	ALFANI INTIMATES
Registration Number:	2897241	ALFANI WOMAN
Serial Number:	85903218	ALL THE TRIMMINGS
Registration Number:	3086968	AQUA

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	85343337	BAR III
Registration Number:	4089156	BAR III
Registration Number:	4323109	BAR III
Serial Number:	85935624	BAR III
Registration Number:	1378675	BELGIQUE
Registration Number:	2806620	BELGIQUE
Registration Number:	3838472	BIG BROWN BAG
Registration Number:	2264879	BIG BROWN BAG
Registration Number:	3078961	BIG BROWN BAG
Serial Number:	86099751	CAPRI FLEURS
Registration Number:	1523556	CHARTER CLUB
Registration Number:	1546518	CHARTER CLUB
Registration Number:	1487959	CHARTER CLUB
Registration Number:	1997131	CHARTER CLUB
Registration Number:	1492304	CHARTER CLUB
Registration Number:	1424011	CHARTER CLUB
Serial Number:	85800129	CHARTER CLUB
Registration Number:	2886476	CHARTER CLUB INTIMATES
Registration Number:	2874676	CHARTER CLUB WOMAN
Registration Number:	2700127	CHEGGS
Registration Number:	3905332	CHEQUER
Registration Number:	1386831	CLUB ROOM
Registration Number:	1428530	CLUB ROOM
Registration Number:	1460059	CLUB ROOM
Serial Number:	86200281	DYLAN GRAY
Registration Number:	2187043	F&N THE ORIGINAL FREDERICK & NELSON
Registration Number:	3154690	FIRST IMPRESSIONS
Registration Number:	2517774	FIRST IMPRESSIONS
Registration Number:	2288677	FIRST IMPRESSIONS
Registration Number:	0773703	FIRST IMPRESSIONS
Registration Number:	3641919	FIT MATTERS
Registration Number:	1779123	FRANGO
Registration Number:	1279145	FRANGO
Registration Number:	4377810	GB
Serial Number:	86281945	GB
Registration Number:	3886412	GIVE PINK, GET MORE
Registration Number:	4609874	GLAMORAMA
Registration Number:	2476544	GREENDOG

Property Type	Number	Word Mark
Registration Number:	2973468	H HOTEL COLLECTION
Registration Number:	2973619	H HOTEL COLLECTION
Registration Number:	4216198	HOTEL COLLECTION
Registration Number:	4265020	HOTEL COLLECTION
Registration Number:	3931369	HUDSON PARK COLLECTION
Registration Number:	4214225	HUDSON PARK COLLECTION
Serial Number:	85712106	HUDSON PARK COLLECTION
Registration Number:	1915089	I.N.C. INTERNATIONAL CONCEPTS
Registration Number:	1915090	I.N.C. INTERNATIONAL CONCEPTS
Registration Number:	1498703	I.N.C. INTERNATIONAL CONCEPTS
Registration Number:	3169337	I.N.C. INTERNATIONAL CONCEPTS INTIMATES
Registration Number:	2899648	I.N.C. INTERNATIONAL CONCEPTS WOMAN
Registration Number:	2916715	IDEOLOGY
Registration Number:	4359374	IDEOLOGY
Serial Number:	86621144	IDEOLOGY
Registration Number:	4359375	
Registration Number:	3981258	JENNI BY JENNIFER MOORE
Registration Number:	1990097	JOHN ASHFORD
Registration Number:	1925568	KAREN SCOTT
Registration Number:	3642494	LITTLE BROWN BAG
Registration Number:	2264881	LITTLE BROWN BAG
Registration Number:	4372618	LOYALLIST
Serial Number:	86093359	MADDIE & LEXI
Registration Number:	1298921	MARSH LANDING
Registration Number:	3642495	MEDIUM BROWN BAG
Registration Number:	2264880	MEDIUM BROWN BAG
Serial Number:	86256065	MOON & MEADOW
Registration Number:	1424013	MORGAN TAYLOR
Registration Number:	2449328	MORGAN TAYLOR
Serial Number:	85556200	OAKE
Registration Number:	4452651	OAKE
Registration Number:	3966492	RAPIDRY
Registration Number:	3912335	SLADE WILDER
Registration Number:	2283428	STYLE & CO.
Registration Number:	2279012	STYLE & CO.
Registration Number:	3969046	STYLE & CO.
Registration Number:	2366669	STYLE & CO.
Registration Number:	2895514	STYLE & CO. WOMAN

Property Type	Number	Word Mark
Serial Number:	86200270	SUNSET & SPRING
Registration Number:	3572138	SUTTON STUDIO
Registration Number:	1497806	S-U-T-T-O-N STUDIO
Registration Number:	2725282	TASSO ELBA S.P.A.
Registration Number:	4416643	THE CELLAR
Registration Number:	1060499	THE CELLAR
Registration Number:	1301279	THE CELLAR
Registration Number:	1479123	THE CELLAR
Registration Number:	1406780	TOOLS OF THE TRADE
Registration Number:	4547730	TOOLS OF THE TRADE
Registration Number:	3523709	TURN OVER A NEW LEAF
Registration Number:	3685259	VIA EUROPA
Registration Number:	3994779	VIA EUROPA
Registration Number:	4217950	WORRYNOMORE
Serial Number:	86639169	WORRYNOMORE
Registration Number:	4157860	ZEROPROOF

CORRESPONDENCE DATA

Fax Number: 2123368001

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.

Phone: 212-336-8000

Email: ptodocket@arelaw.com

Correspondent Name: David P. Goldberg

Address Line 1: Amster, Rothstein & Ebenstein LLP

Address Line 2: 90 Park Avenue

Address Line 4: New York, NEW YORK 10016

ATTORNEY DOCKET NUMBER:	33754/1830
NAME OF SUBMITTER:	David P. Goldberg
SIGNATURE:	/David P. Goldberg/
DATE SIGNED:	06/30/2015

Total Attachments: 5
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STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy for MACY'S MERCHANDISING GROUP, INC., File Number 141208000413 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on March 30, 2015.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Rev. 06/07

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TRADEMARK

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CERTIFICATE OF MERGER

OF

MACY'S MERCHANDISING GROUP, INC.
a Delaware Corporation

INTO

MMG (NEW YORK), INC.
a New York Corporation

Pursuant to section 904 of the Business Corporation Law

It is hereby certified upon behalf of each of the constituent corporations herein named as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is MMG (New York), Inc. which was incorporated in the State of New York on December 2, 2014.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Macy's Merchandising Group, Inc. a Delaware corporation formed on December 31, 2005.

The Application for Authority in the State of New York of the merged constituent corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on January 3, 2006.

FOURTH: The designation and number of outstanding shares of each class of the constituent corporations, all of which are owned by the surviving corporation, as set forth in the agreement of merger, are as follows:

Name of Corporation	Designation and number of shares in each class or series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Macy's Merchandising Group, Inc.	Common Stock – 100 shares	Common Stock	100
MMG (New York), Inc.	Common Stock – 100 shares	Common Stock	100

FIFTH: The Certificate of Incorporation of the surviving corporation shall be amended so that Articles First of such Certificate of Incorporation reads in its entirety as follows:

FIRST: The name of the corporation is Macy's Merchandising Group, Inc.

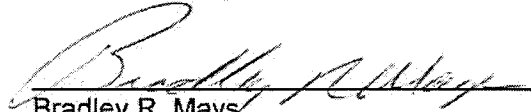
SIXTH: The merger herein certified was authorized in respect of the surviving corporation by written consent of the shareholders given in accordance with Section 615 of the Business Corporation Law of the state of New York, written notice having been duly given to nonconsenting shareholders as to the extent required by such section.

SEVENTH: The merger is permitted by the laws of the jurisdiction of each constituent foreign corporation and is in compliance therewith.

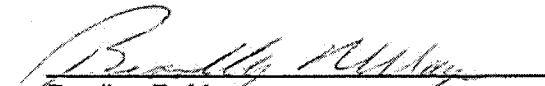
EIGHTH: The merger is to be effective December 8, 2014.

Dated as of December 15 2014.

MACY'S MERCHANDISING GROUP, INC.
a Delaware corporation


Bradley R. Mays
Vice President

MMG (NEW YORK), INC.
a New York corporation


Bradley R. Mays
Vice President

MMG (NEW YORK), INC.

**Written Action of Sole
Shareholder Without a Meeting**

Pursuant to Section 615 of the New York Business Corporation Law, the undersigned, being the sole shareholder of MMG (New York), Inc., a New York Corporation (the "Corporation"), hereby adopts by this written action in lieu of a meeting, the following resolution with the same force and effect as if it had been unanimously adopted at a duly convened meeting of the shareholders of the Corporation:

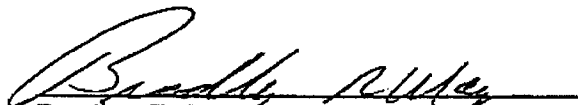
WHEREAS, the Board of Directors of the Corporation has approved the Agreement of Merger (the "Merger Agreement"), between the Corporation and Macy's Merchandising Group, Inc., a Delaware corporation ("Macy's Merchandising"), providing, among other things, for the merger of Macy's Merchandising with and into the Corporation (the "Merger"), with the Corporation being the surviving company following the merger, and for the amendment to the Corporation's Articles of Incorporation to change the name of the Corporation to Macy's Merchandising Group, Inc., and has recommended that the Merger Agreement be approved by the sole shareholder of the Corporation; and

WHEREAS, pursuant to applicable provisions of the New York Business Corporation Law, the Merger requires the approval of the shareholders entitled to vote on the Merger and Merger Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Merger and the terms and conditions thereof, as reflected in the Merger Agreement, be and hereby are approved and adopted.

Dated as of December 8, 2014.

MACY'S, INC.



Bradley R. Mays
Senior Vice President

TRADEMARK

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