

07-09-1998

Patent and Trademark Office



MRO
7-6-98

To the Honorable Commissioner of Pate.

100759114

Original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
 Express, Inc.,
 a Delaware corporation,
 located and doing business at
 One Limited Parkway
 Columbus, Ohio 43230

Individual Association
 General Partnership Limited Partnership
 Corporation - Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Express Stores, Inc.,
 a Delaware corporation,
 located and doing business at
 One Limited Parkway
 Columbus, Ohio 43230

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of name
 Other _____

Execution Date: April 27, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 See attached

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
 See attached

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Frank J. Colucci, Esq.
 Internal Address: Colucci & Umans
Manhattan Tower
 Street Address: 101 East 52nd Street
 City: New York State: NY ZIP: 10022

07/08/1998 NGUYEN 00000306 1608336
 01 FC:481
 02 FC:482

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41): \$ 165.00
 Enclosed
 Authorized to be charged to deposit account.

8. Deposit account number:
20-0050
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Frank J. Colucci
 Name of Person Signing

Frank J. Colucci
 Signature

July 1, 1998
 Date

Total number of pages including cover sheet: 4

OMB No. 0651-0011 Do not detach this portion

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

SCHEDULE A -- APPLICATIONS

<u>Application Serial No.</u>	<u>Mark</u>	<u>International Class</u>
75/132,068	X and Design	25
74/701,920	NORDICTEC	24
75/480,979	N NORDICTEC and Design	25

SCHEDULE B -- REGISTRATIONS

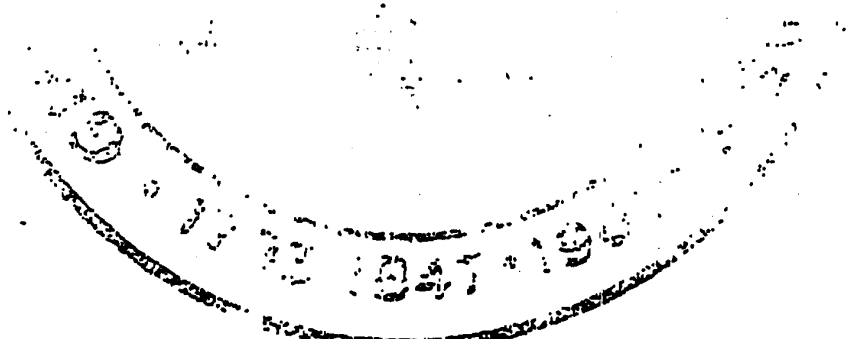
<u>Registration No.</u>	<u>Mark</u>	<u>International Class</u>
1,608,336	GRACILE	25
2,018,948	CLUB GRACILE and Design	25
1,430,722	LONDON SWEATER	25

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "EXPRESS, INC.", CHANGING ITS NAME FROM "EXPRESS, INC." TO "EXPRESS STORES, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 1998, AT 10 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2025550 8100

DATE:

9049826

981160821

04-28-98

TRADEMARK

REEL: 1750 FRAME: 0025

**CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
EXPRESS, INC.**

Express, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Board of Directors of said corporation, by its written consent, filed with the minutes of the corporation, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Board of Directors of the Corporation has determined that it is advisable that the Certificate of Incorporation of the Corporation be amended by changing Article FIRST thereof so that, as amended, said Article FIRST shall be and read as follows:

"FIRST: The name of the corporation is Express Stores, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder of the corporation has given its written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Express, Inc. has caused this certificate to be signed by its Vice President as of the 27th day of April, 1998.

EXPRESS, INC.

By: Timothy B. Lyons
Timothy B. Lyons, Vice President