

MD
7-9-98

07-13-1998

Patent and Trademark Office



100761990

To the Honorable Commissioner of Patents and Trademarks

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

<p>1. Name of conveying party(ies): Express Stores, Inc., a Delaware corporation, located and doing business at One Limited Parkway Columbus, Ohio 43230</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>Name and address of receiving party(ies): Express, LLC, a Delaware limited liability company, located and doing business at One Limited Parkway Columbus, Ohio 43230</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation - State _____ <input checked="" type="checkbox"/> Other limited liability company _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of name <input type="checkbox"/> Other _____</p> <p>Execution Date: May 2, 1998</p>			
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) See attached</p>		<p>B. Trademark Registration No.(s) See attached</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Frank J. Colucci, Esq. Internal Address: Colucci & Umans Manhattan Tower Street Address: 101 East 52nd Street City: New York State: NY ZIP: 10022</p>		<p>6. Total number of applications and registrations involved: 6</p> <p>7. Total fee (37 CFR 3.41) \$ 165.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account.</p> <p>8. Deposit account number: 20-0050 (Attach duplicate copy of this page if paying by deposit account)</p>	
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

Frank J. Colucci
Signature

July 1, 1998
Date

07/10/1998 DNGUYEN 00000286 78132068

01 FC:481 40.00 (P)
02 FC:482 125.00 (P)

Total number of pages including cover sheet: 10

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
Box Assignments
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.

TRADEMARK
REEL: 1751 FRAME: 0705

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

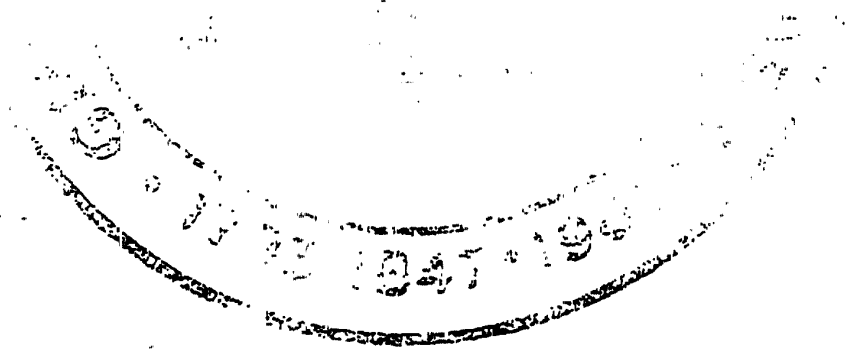
SCHEDULE B -- REGISTRATIONS

<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:

DATE: 9049826

2025550 8100

981160821

TRADEMARK 04-28-98

REEL: 1751 FRAME: 0708

**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, Vice President

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 MERGER, WHICH MERGES:

"EXPRESS STORES, INC.", A DELAWARE CORPORATION,
WITH AND INTO "EXPRESS, LLC" UNDER THE NAME OF "EXPRESS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF MAY, A.D. 1998, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE SECOND DAY OF MAY, A.D. 1998.

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




Edward J. Freel, Secretary of State

2887358 8100M

981167645

AUTHENTICATION: 9058270

DATE: 05-01-98

TRADEMARK

REEL: 1751 FRAME: 0710

**CERTIFICATE OF MERGER
OF
EXPRESS STORES, INC.
INTO
EXPRESS, LLC**

[Domestic Limited Liability Company Surviving]

The undersigned limited liability company, Express, LLC, organized and existing under and by virtue of the Delaware Limited Liability Company Act, 6 Del. C. §§18-101, et seq. (the "Delaware Act"), for the purpose of merging with another entity pursuant to §18-209 of the Delaware Act, DOES HEREBY CERTIFY:

FIRST: That the name and jurisdiction of formation or organization of each of the constituent entities which are to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation/Organization</u>
Express, LLC	Delaware
Express Stores, Inc.	Delaware

SECOND: An agreement of merger has been approved, adopted, certified, executed and acknowledged by the constituent entities in accordance with §18-209 of the Delaware Act and §264(c) and §228 of the General Corporation Law of the State of Delaware, 8 Del. C. §101, et seq.

THIRD: The name of the surviving Delaware limited liability company is Express, LLC.

FOURTH: The merger of Express Stores, Inc. into Express, LLC shall be effective as of 11:59 p.m. on May 2, 1998.

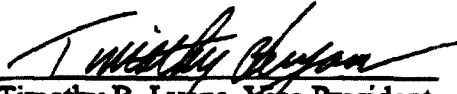
FIFTH: The executed agreement of merger is on file at the principal place of business of the surviving Delaware limited liability company. The address of the principal place of business of the surviving Delaware limited liability company is One Limited Parkway, Columbus, Ohio 43230.

SIXTH: A copy of the agreement of merger will be furnished by the surviving Delaware limited liability company, on request and without cost, to any member of Express, LLC or any stockholder of Express Stores, Inc.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed this 30th day of April, 1998, and is being filed in accordance with §18-209 of the Delaware Act by an authorized officer of the surviving Delaware limited liability company.

EXPRESS, LLC

By: WOMANCO, INC., Sole Member

By: 
Timothy B. Lyons, Vice President

State of Delaware
Office of the Secretary of State PAGE 1

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 LIMITED LIABILITY COMPANY OF "EXPRESS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF APRIL, A.D. 1998, AT 12 O'CLOCK P.M.



Edward J. Freel
Edward J. Freel, Secretary of State

2887358 8100

981152826

AUTHENTICATION: 9040728

DATE: 04-22-98

TRADEMARK
REEL: 1751, FRAME: 0713

CERTIFICATE OF FORMATION**OF****EXPRESS, LLC**

The undersigned, desiring to form a limited liability company under Title 6, Sections 18-101 et seq. of the Delaware Code, hereby certifies as follows:

1. The name of the limited liability company shall be Express, LLC.
2. The address of the limited liability company's registered office in the state of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle 19801. The name of its registered agent at such address is The Corporation Trust Company.
3. The undersigned is an authorized representative for purposes of the execution and delivery of this Certificate of Formation.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Express, LLC this 21st day of April, 1998.



Timothy B. Lyons, Authorized Representative