

MED

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FORM PTO-1618A  
Expires 06/30/99

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

04-12-1999



101008652

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment
  - License
  - Security Agreement
  - Nunc Pro Tunc Assignment
  - Merger
  - Change of Name
  - Other
- Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

04/08/1999 JSH00AZZ 00000212 1952649

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 475.00 OP

Public burden reporting for this collection of information is estimated to average approximately 34 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0661-027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0661-0127, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK  
REEL: 1881 FRAME: 0012

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

404-881-7000

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>

1952649	1830831	1795406
1932951	1794012	1790488
1932950	1795407	1835502

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Claire M. Kimball

Name of Person Signing

*Claire M Kimball*

Signature

March 27, 1999

Date Signed

**RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY**

FORM PTO-1618C  
Expires 06/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

**Conveying Party**

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

**Receiving Party**

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

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Address (line 2)

Address (line 3)

City State/Country Zip Code

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Corporation  Association

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Citizenship/State of Incorporation/Organization

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**Registration Number(s)**

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<input type="text" value="1715799"/>	<input type="text" value="1736642"/>	<input type="text" value="1720364"/>
<input type="text" value="1387118"/>	<input type="text" value="1418794"/>	<input type="text" value="1312447"/>
<input type="text" value="1287435"/>	<input type="text" value="1789480"/>	<input type="text"/>
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**Secretary of State**

**Corporations Section**

**James K. Polk Building, Suite 1800**

**Nashville, Tennessee 37243-0306**

DATE: 09/16/98  
REQUEST NUMBER: 3557-2739  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 09/16/98 1354  
EFFECTIVE DATE/TIME: 09/17/98 0900  
CONTROL NUMBER: 0025344

TO:  
C T CORP SYSTEM  
208 S LASALLE ST  
CHICAGO, IL 60604

RE:  
SAKS INCORPORATED  
ARTICLES OF AMENDMENT TO THE CHARTER

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF AMENDMENT TO THE CHARTER

ON DATE: 09/16/98

FROM:  
C T CORPORATION SYSTEM (CHICAGO, IL.)  
208 S LASALLE ST

RECEIVED: FEES \$20.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$20.00

CHICAGO, IL 60604-0000

RECEIPT NUMBER: 00002363808  
ACCOUNT NUMBER: 00000592



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

**FILED**

**ARTICLES OF AMENDMENT TO THE CHARTER  
OF PROFFITT'S, INC.**

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Amended and Restated Charter:

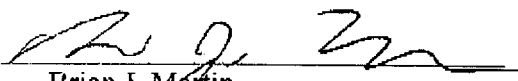
1. The name of the corporation is PROFFITT'S, INC.
2. The text of the amendments are as follows:
  - A. Article I is amended to read: "The name of the corporation is SAKS INCORPORATED."
  - B. The first paragraph of Article VI of the Charter is amended to read as follows:

The maximum number of shares of all classes of stock which the corporation shall have the authority to issue is 510,000,000 shares constituting (a) 10,000,000 shares of Series Preferred Stock, with a par value of \$1.00 per share (herein called the "Series Preferred Stock"), and (b) 500,000,000 shares of Common Stock, with par value of \$.10 per share (herein called the "Common Stock").
  - C. Section 1F of Article VI of the Charter is amended by deleting from the first sentence thereof "1,500,000" and inserting in lieu thereof "2,500,000".
3. The Corporation is a for-profit corporation.
4. The Amendments were duly adopted on September 16, 1998 by the Board of Directors and the shareholders of the Corporation.
5. The Amendments shall be effective at 9:00 a.m. (Central Daylight Time) on September 17, 1998.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be duly executed by Brian J. Martin, its Executive Vice President of Law, this 16th day of September, 1998.

Dated: September 16, 1998

**PROFFITT'S, INC.**

By:   
Brian J. Martin  
Executive Vice President of Law