

MED 10-13-99

TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached 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 - Delaware
 Other _____

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

10-15-1999



101172444

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of name
 Other _____

Execution Date: April 28, 1998

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

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
 75/512,935 75/504,981
 75/512,934 75/504,983
 75/504,510 75/504,982

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
 2,267,834

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: New York ZIP: 10022

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41): _____ \$ 190.00

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

October 8, 1999
 Date

Total number of pages including cover sheet: 3

10/14/1999 MTHA11 00000268 75512935

01 FC:481 40.00 DP
02 FC:482 OMB No. 0651-0011 150.00 DP

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.

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 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.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0009614

DATE: 10-05-99

TRADEMARK

REEL: 001974 FRAME: 0727

**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