

02-04-2000

MRD 1-13-00



Attorney Docket No.: 206180.5003

101259458

To the Honorable Commissioner of Patent and Trademark

original documents or copy thereof.

1. Name of conveying party(ies):

Dollar Express, Inc.

2. Name and address of receiving party(ies):

Dollar Express Stores, Inc.  
1700 Tomlinson Road  
Philadelphia, PA 19116

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other: Articles of Amendment

Execution Date: December 21, 1999

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Pennsylvania
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached:  Yes;  No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):  
75/507,754  
75/507,874

B. Trademark Registration No.(s):  
1,834,110  
2,093,538

5. Name and address of party to whom correspondence document should be mailed:

Roberta Jacobs-Meadway  
AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P.  
One Commerce Square  
2005 Market Street, 22nd Floor  
Philadelphia, PA 19103-7086  
Telephone: 215-965-1200  
Facsimile: 215-965-1210

6. Total number of applications and registrations involved: [4]

7. Total fee (37 CFR 3.41) Cal.  $\frac{1}{3} \times \$40.00 = \$40.00$   
 $\frac{3}{3} \times \$25.00 = \$75.00$

Authorized to be charged to deposit account \$115.00

8. Deposit account number: 50-1017

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.

Roberta Jacobs-Meadway  
Name of Person

*Roberta Jacobs-Meadway* 1/11/00  
Signing Signature Date  
JKM

Total number of pages including cover sheet, attachments and document: [ ]

OMB No. 0651-0011 (exp. 4/94)

02/03/2000 TTM11 00000213 501017 1834110

01 FC:481 40.00 CH  
02 FC:482 75.00 CH

WE HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO: ASSISTANT COMMISSIONER FOR TRADEMARKS, 2900 CRYSTAL DRIVE, ARLINGTON, VA 2202-3513, ON THE DATE INDICATED BELOW.

TRADEMARK

REEL: 002016 FRAME: 0676

DEC-29-1999 WED 02:06 PM PEPPER HAMILTON LLP 33RD

FAX NO.

P. 02

Microfilm Number \_\_\_\_\_

Filed with the Department of State on DEC 21 1999

Entry Number 2095864

*Kim F. Fungilli*  
Secretary of the Commonwealth

Secretary of the Commonwealth

**ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION**

DSCB:15-1818 (Rev. 91)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: DOLLAR EXPRESS, INC.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 1700 Tomlinson Road, Philadelphia, PA 19116-3848 Philadelphia  
Number and Street City State Zip County

(b) c/o: \_\_\_\_\_  
Name of Commercial Registered Office Provider Court

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Business Corporation Law of 1988

4. The date of its incorporation is: June 23, 1992

5. (Check, and if appropriate complete, one of the following):

- The amendment shall be effective upon filing these Articles of Amendment in the Department of State.
- The amendment shall be effective on: \_\_\_\_\_ at \_\_\_\_\_  
Date Hour

6. (Check one of the following):

- The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).
- The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

- The amendment adopted by the corporation, set forth in full, is as follows:  
The name of the Company shall be changed to Dollar Express Stores, Inc.

The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part of

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FAX NO.

P. 03

DSC8:15-1915 (Rev 91)-2

3. (Check if the amendment restates the Article(s):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by authorized officer thereof this 21 day of December 19 99.

DOLLAR EXPRESS, INC.

(Name of Corporation)

BY:

(Signature)

TITLE:

CFO