



RECORDATION FORM
TRADEMARK

02-06-2001

DEPARTMENT OF COMMERCE
Patent and Trademark Office

01-25-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #26



101605157

copy thereof

U.S. PATENT AND TRADEMARK OFFICE Commissioner of Patents and Trademarks: Please

1. Name of Conveying Party: 1.25.01
The May Department Stores Company

- Individual(s)
- General Partnership
- Corporation-State of New York
- Other
- Association
- Limited Partnership

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

3. Nature of Conveyance:
- Assignment
 - Security Agreement
 - Other
 - Merger
 - Change of Name

Execution Date: January 30, 2000

2. Name and address of receiving party:
Name: May Department Stores International, Inc.

Street Address: 611 Olive Street

City: St. Louis State: MO Zip: 63101

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations 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) N/A
Additional numbers attached? Yes No

See attached Assignment for all Registration Numbers
B. Trademark registration No.(s)
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Sarah J. Westover
The May Department Stores Company
Street Address: 611 Olive Street, Suite 1750
City: St. Louis State: MO ZIP: 63101

6. Total number of applications and registrations involved. [33]

7. Total fee (37 CFR 3.41). \$ 840
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

02/05/2001 6TOM11 00000038 1542664

01 FC#481
02 FC#482

40.00 OP
800.00 OP

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.

John M. Manos, Assistant Secretary
Name of Person Signing
The May Department Stores Company

Signature

1/18/01
Date

Total number of pages comprising cover sheet [3]

TRADEMARK**REGISTRATION NO.**

Amanda Smith	1,542,664
Karen Scott	1,925,568
Marsh Landing	1,298,921
Valerie Stevens	1,559,949
Erika Taylor	1,697,750
Q & A	2,231,227
Brandini	1,758,457
John Ashford	1,990,097
Casual Classics	1,997,753
All Mine	1,208,523
Just Friends	1,327,133
Welcome Home	1,827,554
Classic Collectibles	2,042,543
Claybrooke	501,197
Color Collections	2,166,280
Home for the Holidays	1,897,546
Natural Habitat	1,882,976
Royal Limited	2,014,824
San Tropez	1,906,557
Sun Country	1,555,787
Tampa	1,899,886
Trick or Treat	1,940,447
A Touch of Gold	2,,202,109
Canvas Company	1,983,130
Fragrance Portfolio	2,226,753
Classic Simplicity	2,301,028
Best Authentic	1,697,742
Embassy	1,989,148
Valerie Stevens	2,307,321
Zero Proof	1,639,820
Brentwood	1,942,041
Crystal Falls Village	1,885,599
Magnum	2,137,596

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ASSIGNMENT

WHEREAS, THE MAY DEPARTMENT STORES COMPANY, a New York corporation, located and doing business at 611 Olive Street, St. Louis, Missouri 63101 (referred to herein as "May") has adopted and used the trademarks (referred to as "Trademarks" as listed on Exhibit A) in commerce in the United States,

WHEREAS, MAY DEPARTMENT STORES INTERNATIONAL, INC. a Delaware corporation, located and doing business at 615 Olive Street, St. Louis, Missouri, 63101 (referred to herein as "MDSI") is desirous of acquiring said Trademarks, the good will, the related domain name and any and all rights and claims relating to said Trademarks;

NOW, THEREFORE, for Ten Dollars (\$10.00) and other good and valuable consideration, receipt and adequacy of which is hereby acknowledged, May has assigned, effective January 30, 2000 (the "Effective Date"), unto MDSI, its successors and assigns, all of its right, title and interest in and to the Trademarks (as listed on Exhibit A hereto), together with the goodwill symbolized by the Trademarks, the related domain name(s), any applications for registration or registration of the Trademarks, and all rights and remedies for any infringement of the Trademarks. May further assigns to MDSI, its successors and assigns, all rights arising out of May's use of the Trademarks prior to the date of this Assignment, and all rights arising out of May's use of the Trademarks under any license from MDSI after the date of this Assignment.

IN WITNESS HEREOF, THE MAY DEPARTMENT STORES COMPANY has caused this Assignment to be executed as of this 30th day of January, 2000 to be effective as of the Effective Date.

THE MAY DEPARTMENT STORES COMPANY

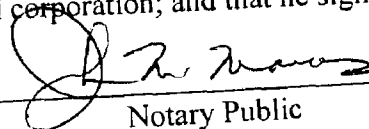
By 

Name: Richard A. Cohen

Title: Vice President

STATE OF NEW YORK)
)ss.
COUNTY OF NEW YORK)

On the 31st day of January, 2000 before me personally came RICHARD A. COHEN, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of THE MAY DEPARTMENT STORES COMPANY, the corporation described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.


Notary Public

My Commission Expires: _____

JOHN M. MANOS
Attorney at Law
Notary Public, State of New York
No. 31 - 4745004
Qualified in New York County
Term expires March 30, 2001