

07-13-2001



7.6.01

RE

101776156 COVER SHEET
TRADEMARKS ONLY

JUL - 6

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
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name (line 1)

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)
City State/Country Zip Code

Individual General Partnership Limited Partnership Association

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)

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 425.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 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 (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, 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

Expires 06/30/99
OMB 0651-0027

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

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)

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.)

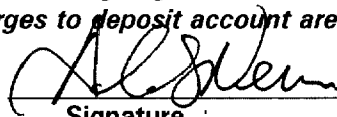
If insufficient, please debit Deposit Account Number: #

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.

Name of Person Signing



Signature

Date

UNITED STATES
APPLICATIONS AND REGISTRATIONS

<i>MARK</i>	<i>APP. / REG. NO.</i>
B & DESIGN	78/048,493
BAKER'S	719,778
BAKERS	75/449,163
BAKERS	75/979,308
BAKERS COMFORT COLLECTION	2,416,818
DUCK DESIGN	1,558,021
LEED'S	719,777
NO PARKING	1,943,049
NO PARKING & DESIGN	75/505,112
QUALI CRAFT (STYLIZED)	430,591
RIVERSTONE & DESIGN	1,994,359
STOMP	2,273,024
SWING & DESIGN	1,504,057
THE LEGWORKS	986,497
THE WILD PAIR	977,532
THE WILD PAIR	955,819
THE WILD PAIR & DESIGN	1,495,801
THE WILD PAIR (STYLIZED)	1,198,008

No. 00046342

STATE OF MISSOURI



Matt Blunt
Secretary of State


CORPORATION DIVISION

CERTIFICATE OF CORPORATE RECORDS

BAKERS FOOTWEAR GROUP, INC.

I, MATT BLUNT, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 8th day of MARCH, 2001.


Secretary of State



No. 00046342

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

WHEREAS,

BAKERS FOOTWEAR GROUP, INC.

Formerly,

WEISS AND NEUMAN SHOE CO.

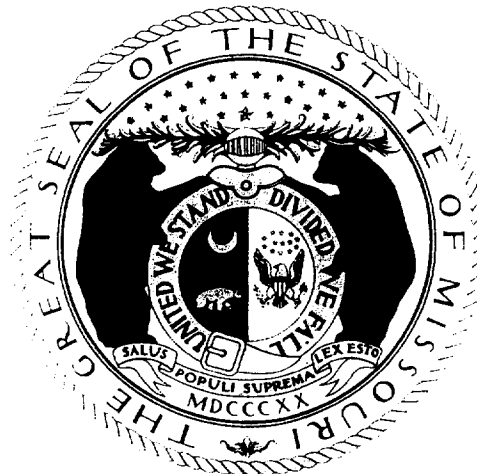
a corporation organized under The General and Business Corporation Law has delivered to me a Certificate of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment of Articles of Incorporation under The General Business Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 21st day of FEBRUARY, 2001.

Matt Blunt

Secretary of State

\$25.00





State of Missouri
Rebecca McDowell Cook, Secretary of State

Corporations Division
P.O. Box 778, Jefferson City, MO 65102

James C. Kirkpatrick State Information Center
600 W. Main Street, Rm 322, Jefferson City, MO 65101

Amendment of Articles of Incorporation
(To be submitted in duplicate)

Pursuant to the provisions of the General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is Weiss and Neuman Shoe Co.

The name under which it was originally organized was Weiss and Neuman Shoe Co.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on
February 16, 2001
month/day/year
3. Article Number One is amended to read as follows:
First - The name of the corporation is: Bakers Footwear Group, Inc.

(If more than one article is to be amended or more space is needed attach additional pages)

4. Of the 1,693,244.92 shares outstanding, 1,693,244.92 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

Class	Number of Outstanding Shares
A	1,693,244.92

5. The number of shares voted for and against the amendment was as follows:

Class	No. Voted For	No. Voted Against
A	1,693,244.92	-0-

6. If the amendment changed the number or par value of authorized shares having a par value, the amount in dollars of authorized shares having a par value as changed is:
N/A

If the amendment changed the number of authorized shares without par value, the authorized number of shares without par value as changed and the consideration proposed to be received for such increased authorized shares without par value as are to be presently issued are:
N/A

7. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, the following is a statement of the manner in which such reduction shall be effected:
N/A

IN WITNESS WHEREOF, the undersigned, Peter A. Edison, CEO

~~XXXXXXXXXX~~

has executed this instrument and its

Vice President

Secretary, Lawrence L. Spanley has affixed its corporate seal hereto and

Secretary of ~~XXXXXXXXXX~~

attested said seal on February 16, 2001 month/day/year

Place
CORPORATE SEAL
Here
(If no seal, state "None.")

WEISS AND NEUMAN SHOE CO.

Name of Corporation

ATTEST:

By Peter A. Edison

~~XXXXXXXXXX~~

Peter A. Edison, CEO

Lawrence L. Spanley
Secretary of ~~XXXXXXXXXX~~
Lawrence L. Spanley, Secretary

FILED

FEB 21 2001

State of Missouri

County of St. Louis

} ss

Matt Blunt
SECRETARY OF STATE

I, JOA F. DAVIS, A Notary Public, do hereby certify that on February 16, 2001 month/day/year

personally appeared before me Peter A. Edison

who, being by me first duly sworn, declared that he/she is the CEO

of Weiss and Neuman Shoe Co.

that he/she signed the foregoing documents as CEO of the corporation, and that the statements therein contained are true.

(Notarial Seal or Stamp)

JOA F. DAVIS
Notary Public

My commission expires 2-16-03

My County of Commission ST. LOUIS