

08-14-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RECORDED 101812410 TRADEMARKS UNIT

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): The New Albany Company Limited Partnership 6525 West Campus Oval New Albany, Ohio 43054

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

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

3. Nature of conveyance: 8-10-01 Assignment Merger Security Agreement Change of Name Other

Execution Date: October 7, 1998

2. Name and address of receiving party(ies) Name: The New Albany Company LLC Internal Address: Street Address: 6525 West Campus Oval New Albany Ohio 43054 City: State: Zip:

- Individual(a) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company

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) B. Trademark Registration No.(s) 1,828,539 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Frank J. Colucci Internal Address: Colucci & Umans Street Address: 101 East 52nd Street City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): Already paid Enclosed Authorized to be charged to deposit account

8. Deposit account number: 20-0050 for any additional fees (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

Signature

8/10/01 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box 1141, Washington, D.C. 20231

Office of the Secretary of State

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 MERGER, WHICH MERGES:

"THE NEW ALBANY COMPANY LIMITED PARTNERSHIP", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "THE NEW ALBANY COMPANY LLC" UNDER THE NAME OF "THE NEW ALBANY COMPANY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF OCTOBER, A.D. 1998, AT 12 O'CLOCK P.M.



Handwritten signature of Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9343212

DATE: 10-07-98

**CERTIFICATE OF MERGER**

**OF**

**THE NEW ALBANY COMPANY LIMITED PARTNERSHIP**

**INTO**

**THE NEW ALBANY COMPANY LLC**

**[Domestic Limited Liability Company Surviving]**

The undersigned limited liability company, The New Albany Company LLC, organized and existing under and by virtue of the Delaware Limited Liability Company Act, 6 Del.C. §§18-101, et seq. (the "Delaware LLC Act"), for the purpose of merging with another entity pursuant to §18-209 of the Delaware LLC Act, DOES HEREBY CERTIFY:

FIRST: That the name and jurisdiction of formation or organization of each of the constituent entities which are to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
The New Albany Company Limited Partnership	Delaware
The New Albany Company LLC	Delaware

SECOND: An agreement of merger has been approved, adopted, certified, executed and acknowledged by the constituent entities in accordance with §18-209 of the Delaware LLC Act and §17-211 of the Delaware Revised Uniform Limited Partnership Act, 6 Del.C., Chapter 17 (the "Partnership Act").



THIRD: The name of the surviving Delaware limited liability company is The New Albany Company LLC.

FOURTH: The merger of The New Albany Company Limited Partnership into The New Albany Company LLC shall be effective at 5:00 p.m. on 10/7, 1998.

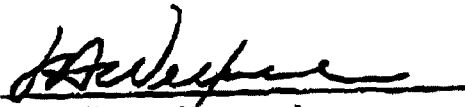
FIFTH: The executed agreement of merger is on file at a place of business of the surviving Delaware limited liability company, to wit: 5906 East Dublin-Granville Road, New Albany, Ohio 43054.

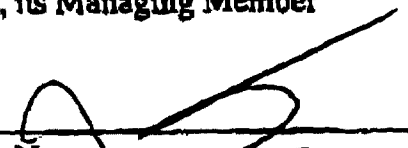
SIXTH: A copy of the agreement of merger will be furnished by the surviving Delaware limited liability company, on request and without cost, to any partner of The New Albany Company Limited Partnership or any member of The New Albany Company LLC.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed this 7th day of October, 1998, and is being filed in accordance with §18-209 of the Delaware LLC Act and §17-211 of the Delaware Partnership Act by an authorized officer of each of the managers of the surviving Delaware limited liability company.

THE NEW ALBANY COMPANY LLC

By N.A. Property, Inc., a Delaware corporation, its Managing Member

And by   
Leslie H. Wexner, its  
Managing Member

By:   
Print Name: JEFFREY EPSTEIN  
Title: PRESIDENT