FORM PTO-1618A Expires 06/30/99 MB 0651-0027

3,3501

10-18-2001



**RECOF** 

101867895

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

Resubmission (Non-Recordation) Document ID #  Correction of PTO Error Reel # Frame #  X Corrective Document Reel # 1881 Frame # 0012  Conveyance Party Enter Additional Conveying Party  Name Proffitt's, Inc.  Formerly - General Partnership Limited Partner  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party Enter Additional Receiving Party	parties  Mark if additional	Eff Month 09 t names of co Exec Month 09	c Pro Tunc Assignment e ctive Date Day Year 16 1998 conveying and receiving  nveyance parties attache cution Date Day Year 16 1998  Association
Document ID #  Correction of PTO Error Reel # Frame #  X Corrective Document  Reel # 1881 Frame # 0012  Conveyance Party Enter Additional Conveying Party  Name Proffitt's, Inc.  Formerly - General Partnership Limited Partnership  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	Merger Change of Name X Other To correct parties  Mark if additional	Eff Month 09 t names of co Exec Month 09	ective Date Day Year 16 1998  conveying and receiving  nveyance parties attache cution Date Day Year 16 1998
Reel # Frame #    X Corrective Document  Reel # 1881 Frame # 0012  Conveyance Party Enter Additional Conveying Party  Name Proffitt's, Inc.  Formerly General Partnership Limited Partnership  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	Change of Name  X Other To correct parties  Mark if additional  rship X Corporation	Month 09 t names of co Exec Month 09	Day Year 16 1998  conveying and receiving  nveyance parties attache cution Date Day Year 16 1998
Reel # Frame #	X Other To correct parties  Mark if additional  rship X Corporation	I names of conservation of the second of the	16 1998 conveying and receiving nveyance parties attache cution Date Day Year 16 1998
Conveyance Party Enter Additional Conveying Party  Name Proffitt's, Inc.  Formerly General Partnership Limited Partner  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	Mark if additional	I names of con E x e o Month 09	nveyance parties attache cution Date Day Year 16 1998
Conveyance Party Enter Additional Conveying Party  Name Proffitt's, Inc.  Formerly General Partnership Limited Partner  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	Mark if additional	Exec Month 09	cution Date Day Year 16 1998
Enter Additional Conveying Party  Name Proffitt's, Inc.  Formerly General Partnership Limited Partner  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	rship X Corporation	Exec Month 09	cution Date Day Year 16 1998
Name Proffitt's, Inc.  Formerly General Partnership Limited Partner  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party		Month 09	Day         Year           16         1998
Formerly General Partnership Limited Partner Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party			
Individual General Partnership Limited Partner  Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party		1.5 1.5 1.7	Association
Other  X Citizenship State of Incorporation/Organization Tennessee  Receiving Party		1.5 1.5 1.7	Association
X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	Mark if addition	aal names of s	* 1
X Citizenship State of Incorporation/Organization Tennessee  Receiving Party	Mark if addition	al camer of a	
Receiving Party	Mark if addition	al names of s	4
Name Saks Incorporated		•	
DBA/AKA/TA			
Composed of		<u> </u>	
Address (line 1) 115 N. Calderwood Street			
Address (line 2)			515 E
Address (line 3) Alcoa Tennessee		37701	
City	State/Country		Zip Code
Individual General Partnership Limited Partnership	ership		If document to be recorded an assignment and the
X Corporation Association			receiving party is not domiciled in the United Sta
Other			an appointment of a domes representative should be
X Citizenship State of Incorporation/Organization Tennessee			attached. (Designation mube a separate document fro
8/2001 GTON11 00000122 160605 1830831			the Assignment.)
FOR OFFICE U	SE ONLY		
Public burden reporting for this collection of information is estimated to average approxim	ately 30 minutes per Cover Sheet to	be recorded, inc	cluding time for reviewing the
document and gathering the data needed to complete the Cover Sheet. Send comment Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulato 0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0 RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.	v Affairs. Office of Management and	Budget, Paperw	vork Reduction Project (0651-

ATL01/10920483v1/page1

FORM PTO-1618E
Expires 06/30/99
MB 0651-0027

Page 2

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

Domestic Rep	oresentative Name and Addı	ress	Enter for the first Re	ceiving Party only.
Name				
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Corresponde	nt Name and Address	Area Code a	nd Telephone Number 404/88	I <i>-</i> 7145
Name	Ginabeth B. Hutchison			
Address (line 1)	Alston & Bird LLP			
Address (line 2)	1201 W. Peachtree Street			
Address (line 3)	Atlanta, GA 30309-3423			
Address (line 4)				
Pages	Enter the total number	of pages of the attached of include	onveyance document # ding any attachments.	
_	pplication Number(s) or Reg		X Mark if additional numbers	
	Trademark Application Number <u>or</u>			
Tra	demark Application Numbe	1,830,83	Registration Number( 1,932,950	<b>s)</b> 1,795,406
		1,952,64	1,794,012	1,790,488
		1,932,95	1,795,407	1,835,502
Number of Pr	operties	Enter the total number o	of properties involved. #20	
Fee Amount		Fee Amount for Properties	s Listed (37 CFR 3.41): \$5	5.00
Method of Pa	yment:	Enclosed	Deposit Account X	
	ount (Enter for payment by d al fees can be charged to the		osit Account Number: #16	5-0605
Authorization	n to charge additional fees:	Yes X	No	
Statement an	d Signature To the best of my is a true copy of t	he original document. Charges t	o deposit account are authorized,	as indicated herein.
Ginabeth B. Hutch		Shabet B Hot	chi_ 10/15/01	
Name o	of Person Signing	Signature	' / Date	Signed ATL01/10920483v1/page2

TRADEMARK

REEL: 002350 FRAME: 0273

FORM PTO-1618C Expires 06/30/99 MB 0651-0027

## RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

	Conveying Party	<b>Execution Date</b>
Name	Proffitt's, Inc.	Month Day Year
Formerly		
Individual	General Partnership Limited Partnership Corporation	Association
Other		
X Citizenship \$	State of Incorporation/Organization Tennessee	
Receiving Pa		nal names of receiving parties attached
Name	Saks Incorporated	
DBA/AKA/TA		
Composed of		
Address (line 1)	115 N. Calderwood Street	
Address (line 2)		
Address (line 3)	Alcoa Tennessee City State/Country	37701 Zip Code
Individual	General Partnership Limited Partnership	If document to be recorded is  An assignment and the
X Corporation	Association	Receiving party is not  Domiciled in the United States
Other		An appointment of a domestic Representative should be
X Citizenship S	State of Incorporation/Organization Tenenssee	Attached. (Designation must Be a separate document from The Assignment.)
Trademark A	oplication Number(s) or Registration Number(s)  Mark if addition	nal numbers attached
	oplication Number(s) or Registration Number(s)  Mark if addition  Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numb	
Enter either the	Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH number)  Idemark Application Number(s)  Registration	
Enter either the	Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH numb	ers for the same property).
Enter either the	Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH number)  Idemark Application Number(s)  Registration	n Number(s)
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH number demark Application Number(s)  Registration 1,711,880 1,789	n Number(s) 480
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH number demark Application Number(s)  Registration 1,711,880 1,789	Number(s)  853
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH number demark Application Number(s)  Registration 1,711,880 1,789  1,715,799 1,713	Number(s)  853
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH number demark Application Number(s)  Registration 1,711,880 1,789  1,715,799 1,713  1,387,118 1,720  1,287,435 1,312	Number(s)  853

ATL01/10920483v1/page3

TRADEMARK

**REEL: 002350 FRAME: 0274** 

Med			
- 1-4.1.99			-
FORM PTO-1618A Explicit 08/30/99	and the second of the second	e a traff	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
04-12-1999	i sa na an		
	· <del></del>	#1 8: D]	_
	RDATION FO RADEMAR	RM COVER SHEE	1
TO: The Commissioner of Patents and Tra	demarks: Please	record the attached or	iginal document(s) or copy(ies).
Submission Type		veyance Type	
X New		Assignment	License
Resubmission (Non-Recordation Document ID #		Security Agreement	Nunc Pro Tunc Assignment  Effective Date  Month Day Year
Correction of PTO Error Reel # Frame #		Merger	09 17 98
Corrective Document Reel # Frame #		Change of Name Other	
Conveying Party		additional names of conve	ving parties attached
Conveying Party	Mark II	additional names of conve	Month Day Year
Name Proffitt's Inc.			09 16 98
Formerly			
Individual General Partners	ship 🔲 Limite	ed Partnership X	Corporation Association
Other			
X Citizenship/State of Incorporation/0	Organization [	Tennessee	
Receiving Party	Mark	f additional names of recei	ving parties attached
Name Saks, Inc.			
DBA/AKA/TA			
Composed of			
Address (line 1) 115 N. Calderwood	Street		
Address (line 2)			
Address (line 3) Alcoa		Tennessee	37.701
Individual General Partner	shipLimit	State/Country ed Partnership	If document to be recorded is an assignment and the receiving party is
X Corporation Association			not domiciled in the United States, an appointment of a domestic
Other			representative should be attached. (Designation must be a separate
X Citizenship/State of Incorporation/0	Organization	Tennessee	document from Assignment.)
	FOR OFFICE		
04/08/1999 JSHMBAZZ 00000212 1958649			
01 FC:481 02 FC:482 Public burden reporting for this collection of information is estimated		she lik marufae mar Cassar Chand In I	the recorded. Including time for reviewing the document to
Public burden reporting for this collection of information is estima	wer on east tolks of the second	and the transfer has a man an arranged by	

The survey reporting for this connection of information is estimated to everage approximately 36 minutes per Cover Street to be recorded, including time for reviewing the decempend of the data needed to complete the Cover Street. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Monastian Officer, Westing D.C. 29231 and to the U.S. Patent and Trademark Office, Chief Monastian Officer, Westington, D.C. 29693. See OMB Brightness on Collection Budget Package 4661-4927, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Lital documents to the connection of the connection o

Mall documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK REEL: 002350 FRAME: 0275** 

*	
TVADLA	DVV 1/10D
rukm	PTO-1618B
Expires 06/	JUNES
0410 0004	0007

## Page 2

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

OMB 0651-0027			RADEMARK
•	epresentative Name and Address	Enter for the first Receiving Party on	ly.
Name			
Address (line 1)		OPRAFINANCE	
Address (line 2)			
Address (line 3)			
Address (line 4)			
Correspond	dent Name and Address Area Code and	Telephone Number   404-881-7000	
Name	Claire M. Kimball		
Address (line 1)	Alston & Bird LLP		
Address (line 2)	One Atlantic Center		
Address (line 3)	1201 West Peachtree Street		
Address (line 4)	Atlanta, Georgia 30309-3424		
Pages	Enter the total number of pages of the at including any attachments.	tached conveyance document #	2
Trademark	Application Number(s) or Registrat	ion Number(s) X Mark if additiona	I numbers attached
Enter either th	e Trademark Application Number <u>or</u> the Registration N	Number (DO NOT ENTER BOTH numbers for the s	ame property).
	demark Application Number(s)	Registration Number(s	
		1952649 1830831	1795406
		1932951 1794012	1790488
		1932950 1795407	1835502
Number of			
Fee Amour		`L	
		Deposit Account	
Deposit (Enter for	payment by deposit account or if additional fees can b	e charged to the account.)	
•	Deposit Accoun	it Number: # L	
	Authorization to	o charge additional fees: Yes	No
Statement	and Signature		
To ( atta	the best of my knowledge and belief, the foregon the copy is a true copy of the original docum icated herein.	oing information is true and correct and any ent. Charges to deposit account are author	ized, as
Clai	re M. Kimball Claw	Mimball Marchz	7,1999
· ————	of Person Signing		Date Signed

TRADEMARK

**REEL: 002350 FRAME: 0276** 

FORM PTO-1618C CONTINUAL COMB 0651-0027 RECORDATION FORM CONTINUAL	ATION	U.S. Department of Commerce Patent and Trademark Office TRADEMARK			
Conveying Party  Enter Additional Conveying Party	lark if additional names of conveying	g parties attached Execution Date Month Day Year			
Name Proffitt's Inc.		The state of the s			
Formerly					
Individual General Partnership Limited	d Partnership Corporat	tion Association			
Other					
X Citizenship State of Incorporation/Organization Tennessee					
Receiving Party Enter Additional Receiving Party  Mark if a	additional names of receiving parties	attached			
Name Saks. Inc.					
DBA/AKA/TA					
Composed of					
Address (line 1) 115 N. Calderwood Street					
Address (line 2)					
Address (line 3) Alcoa	Tennessee State/Country	37701			
Individual General Partnership Limited Partnership  X Corporation Association  Other Massociation  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 the Assignment.)					
X Citizenship/State of Incorporation/Organization Tennessee					
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)	l Registration	on Number(s)			
	1711880 1751	1675 1713853			
	1715799 1736	1720364			
	1387118 1418	1312447			
	1287435 1789	9480			

SS-4458

Secretary of State Corporations Section J res K. Polk Building, Spite 1800 - ashville, Tennessee 37243-0306

DATE: 09/16/98 REQUEST NUMBER: 3557-2739 TELEPHONE CONTACT: (615) 741-2286 FILE DATE/TIME: 09/16/98 1354 EFFECTIVE DATE/TIME: 09/17/98 0900 CONTROL NUMBER: 0025344

C T CORP SYSTEM 208 S LASALLE ST CHICAGO, IL 60604

SAKS INCORPORATED ARTICLES OF AMENDMENT TO THE CHARTER

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF AMENDMENT TO THE CHARTER

ON DATE: 09/16/98

FROM: C T CORPORATION SYSTEM (CHICAGO, IL.) 208 S LASALLE ST

TOTAL PAYMENT RECEIVED:

RECEIVED:

\$0.00

CHICAGO, IL 60604-0000

\$20.00

FEES \$20.00

RECEIPT NUMBER: 00002363808 ACCOUNT NUMBER: 00000592

> RILEY C. DARNELL SECRETARY OF STATE

SS-4458

**TRADEMARK** REEL: 002350 FRAME: 0278 ed SEP 10 PA 1: Fb

OF PROFFITT'S, INC.

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Amended and Restated Charter:

- 1. The name of the corporation is PROFFITT'S, INC.
- 2. The text of the amendments are as follows:
  - A. Article I is amended to read: "The name of the corporation is SAKS INCORPORATED."
  - B. The first paragraph of Article VI of the Charter is amended to read as follows:

The maximum number of shares of all classes of stock which the corporation shall have the authority to issue is 510,000,000 shares constituting (a) 10,000,000 shares of Series Preferred Stock, with a par value of \$1.00 per share (herein called the "Series Preferred Stock"), and (b) 500,000,000 shares of Common Stock, with par value of \$.10 per share (herein called the "Common Stock").

- C. Section 1F of Article VI of the Charter is amended by deleting from the first sentence thereof "1,500,000" and inserting in lieu thereof "2,500,000".
- 3. The Corporation is a for-profit corporation.
- 4. The Amendments were duly adopted on September 16, 1998 by the Board of Directors and the shareholders of the Corporation.
- 5. The Amendments shall be effective at 9:00 a.m. (Central Daylight Time) on September 17, 1998.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be duly executed by Brian J. Martin, its Executive Vice President of Law, this 16th day of September, 1998.

Dated: September 16, 1998

RECORDED: 03/30/2001

PROFFITT'S, INC.

Brian J. Martin

Executive Vice President of Law

TRADEMARK REEL: 002350 FRAME: 0279