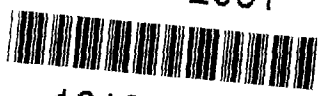


12-13-2001

(S ONLY

Tab settings 000Y 12

To the Honorable Comr



101914314

Record the attached original documents or copy thereof.

1. Name of conveying party(ies). SEARS CLOTHING LIMITED

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other: Limited Liability Co.

3. Nature of conveyance: Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: February 1, 2000

2. Name and address of receiving party(ies) Name: A.G. CLOTHING LIMITED

Internal Address, Street Address: Colegrave House, City: London, W1T 3NL, England

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other: Limited Liability Co.

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 patent number(s): A. Trademark Application No.(s) 76/048329 76/318,781

B. Trademark Registration No.(s) 1,477,768 1,331,450

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: GRAHAM, CAMPAIGN P.C. Internal Address, Street Address: 36 West 44th Street Suite 1300 City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: (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.

H. John Campaign Name of Person Signing

Signature

December 3, 2001 Date

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

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

12/13/2001 AMWED1 00000006 76048329 01 FC:481 40.00 OP 02 FC:482 75.00 OP

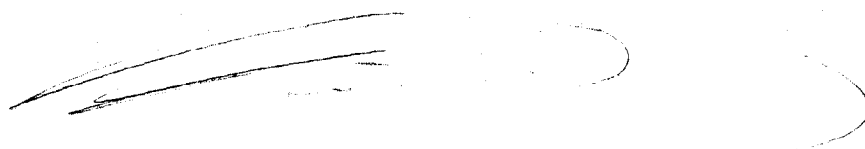
I, **RICHARD GRAHAM ROSSER**, of the City of London, England, Notary Public duly admitted and sworn, practising in the said City, Member of the Society of Scrivener Notaries of London,

DO HEREBY CERTIFY AND ATTEST:

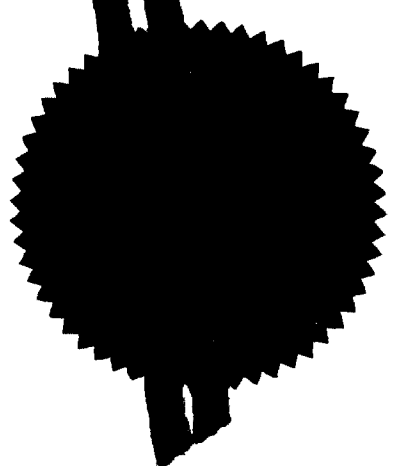
THAT the document hereunto annexed is a true and faithful copy of an original Certificate relating to the Company styled **A.G. CLOTHING LIMITED**, the said original have been produced to me today.

AND THAT the signature appearing at foot of the said original Certificate is the genuine signature of **JULIETTE BURTON**, an Authorised Officer of the **REGISTRATION OFFICE OF COMPANIES INCORPORATED IN ENGLAND AND WALES**, situated at Companies House, Cardiff, Wales, United Kingdom of Great Britain, and a proper and competent Officer thereof to issue such Certificate on its behalf.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my Seal of Office in the City of London aforesaid, this twenty-fourth day of October in the year Two thousand and One.



RICHARD GRAHAM ROSSER
NOTARY PUBLIC LONDON, ENGLAND





THE COMPANIES ACT 1985

Company No. 941463

The Registrar of Companies for England and Wales hereby certifies that

A.G. CLOTHING LIMITED (originally called MAPPIN & WEBB (SALES) LIMITED, changed its name on 5th August 1976 to P.H. FOODS LIMITED which was changed on 1st January 1977 to W.B. PELLEW-HARVEY & CO. LIMITED, which was changed on 1st February 1980 to S. REECE & SONS, LIMITED, which was changed on 8th March 1990 to SEARS WOMENSWEAR LIMITED, which was changed on 1st May 1996 to SEARS CLOTHING LIMITED, which was changed on 1st February 2000 to A.G. CLOTHING LIMITED, each change having been made by special resolution and to which approval has been given in accordance with the provisions of the relevant Companies Acts) was incorporated under the Companies Acts 1948 to 1967 as a limited company on 30th October 1968.

The Registrar further certifies that according to the documents on the file of the company, the situation of the registered office is COLEGRAVE HOUSE, 70 BERNERS STREET, LONDON W1T 3NL.

The registered office was originally notified as being situated at 106 REGENT STREET, LONDON W.1., which was changed to 40 DUKE STREET, LONDON W.1., which was changed to ONE GARRICK ROAD, HENDON, LONDON NW9 6AU, which was changed to COLEGRAVE HOUSE, 70 BERNERS STREET, LONDON W1P 3AE. *****

Given at Companies House, Cardiff the 17th October 2001

JULIETTE BURTON
for the Registrar of Companies

