

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	MERGER
-----------------------	--------

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Associated Dry Goods Corporation		02/01/1992	CORPORATION: VIRGINIA

RECEIVING PARTY DATA	
Name:	The May Department Stores Company
Street Address:	611 Olive Street
Internal Address:	Suite 1750
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63101
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	222001	LORD & TAYLOR
Registration Number:	220733	LORD & TAYLOR

CORRESPONDENCE DATA	
Fax Number:	(314)342-3066
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	314/342-4454
Email:	ip_group@may-co.com
Correspondent Name:	Carla A. Martin
Address Line 1:	611 Olive Street
Address Line 2:	Suite 1750
Address Line 4:	St. Louis, MISSOURI 63101

NAME OF SUBMITTER:	Sarah J. Westover
--------------------	-------------------

Total Attachments: 4 source=Articles of Merger#page1.tif source=Articles of Merger#page2.tif source=Articles of Merger#page3.tif

OP \$65.00 222001

ARTICLES OF MERGER

OF

ASSOCIATED DRY GOODS CORPORATION

INTO

THE MAY DEPARTMENT STORES COMPANY

The undersigned corporations, pursuant to Title 13.1, Chapter 9, Article 12 of the Code of Virginia, hereby execute the following Articles of Merger and set forth as follows:

ONE

The Plan of Merger for the merger of Associated Dry Goods Corporation, a Virginia corporation, into The May Department Stores Company, a New York corporation, is as follows:

- A. The number of outstanding shares of each class of Associated Dry Goods Corporation, the corporation to be merged, is one thousand (1,000) shares of common stock, all of which stock is owned by The May Department Stores Company;
- B. All of the issued and outstanding shares of Associated Dry Goods Corporation shall be surrendered for cancellation to The May Department Stores Company; and
- C. The Certificate of Incorporation of The May Department Stores Company, the surviving corporation, shall not be altered or amended by the merger.

TWO

Pursuant to Section 13.1-719 of the Code of Virginia, shareholder approval is not required since The May Department Stores Company, the surviving corporation, owns all of the outstanding shares of Associated Dry Goods Corporation, the corporation to be merged.

THREE


The Plan of Merger was adopted by the board of directors of The May Department Stores Company, the surviving corporation, on January 17, 1992 and by the board of directors of Associated Dry Goods Corporation, the corporation to be merged, on January 30, 1992.

FOUR

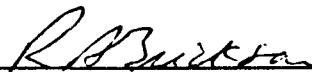
The Articles of Merger shall become effective at 11:59 p.m. on February 1, 1992.

The undersigned, Richard A. Brickson, as the secretary of The May Department Stores Company, the surviving corporation, and Associated Dry Goods Corporation, the corporation to be merged, hereby declares that the facts herein stated are true as of January 30, 1992.

THE MAY DEPARTMENT STORES COMPANY

By 
Richard A. Brickson
Secretary

ASSOCIATED DRY GOODS CORPORATION

By 
Richard A. Brickson
Secretary

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

January 31, 1992

The State Corporation Commission has found the accompanying
articles submitted on behalf of

ASSOCIATED DRY GOODS CORPORATION

to comply with the requirements of law. Therefore, it is ORDERED
that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office
of the Clerk of the Commission.

ASSOCIATED DRY GOODS CORPORATION

are merged into The May Department Stores Company, which will
continue to be a corporation existing under the laws of the State
of NEW YORK with the corporate name The May Department Stores
Company. The existence of all non-surviving corporations will
cease, according to the plan of merger.

The certificate is effective on February 1, 1992 at 11:59 p.m.

STATE CORPORATION COMMISSION

By

Thomas P. Harwood, Jr.

Commissioner

A TRUE COPY
TESTE:

William J. Bridge

William J. Bridge
Clerk of the Commission

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

the foregoing is a true copy of the ARTICLES OF MERGER of ASSOCIATED DRY GOODS CORPORATION issued February 01, 1992.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: February 03, 1992

William J. Bridge

William J. Bridge, Clerk of the Commission
TRADEMARK