

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Value City Acquisition Corp.		06/02/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Retail Ventures Licensing, Inc.
Street Address:	3241 Westerville Road
City:	Columbus
State/Country:	OHIO
Postal Code:	43224
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2016560	LESLIE FAY
Registration Number:	2184300	LESLIE FAY
Registration Number:	1609153	LESLIE FAY
Registration Number:	513305	LESLIE FAY
Registration Number:	2489250	LADY LESLIE DIVISION OF LESLIE FAY
Registration Number:	817834	LESLIE JUNIORS

CORRESPONDENCE DATA

Fax Number: (513)421-7269

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: tremaklus@whepatent.com

Correspondent Name: Theodore R. Remaklus

Address Line 1: 441 Vine Street

Address Line 4: Cincinnati, OHIO 45202

ATTORNEY DOCKET NUMBER: RVLI-03 122

NAME OF SUBMITTER: Theodore R. Remaklus

TRADEMARK

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REEL: 002946 FRAME: 0742

CH \$165.00 2016560

Total Attachments: 2

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VALUE CITY ACQUISITION CORP.", CHANGING ITS NAME FROM "VALUE CITY ACQUISITION CORP." TO "RETAIL VENTURES LICENSING, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF JUNE, A.D. 2004, AT 7:27 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3019866 8100

040418655

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3154149

DATE: 06-04-04

TRADEMARK
REEL: 002946 FRAME: 0744

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Value City Acquisition Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

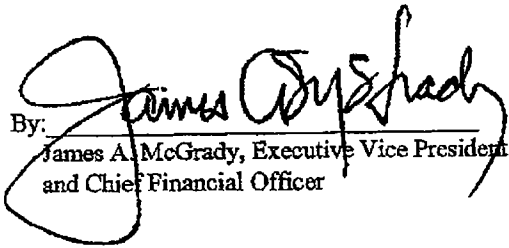
RESOLVED, that Article FIRST of the Certificate of Incorporation of Value City Acquisition Corp., be, and it hereby is, amended by deleting the current Article FIRST in its entirety and by substituting the following Article FIRST:

FIRST: The name of the corporation shall be Retail Ventures Licensing, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Value City Acquisition Corp. has caused this certificate to be signed by James A. McGrady, its Executive Vice President and Chief Financial Officer, this 2nd day of June, 2004.


By: _____
James A. McGrady, Executive Vice President
and Chief Financial Officer

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:27 PM 06/04/2004
FILED 07:27 PM 06/04/2004
SRV 040418655 - 3019866 FILE