

08-31-2004



U.S. PATENT

CCKET NO. 887 002

Form PTO 1595

102825415

Department of Commerce

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents on hand thereof.

1. Name of conveying party(ies)
Venator Group Canada Retail Ltd.

Additional name(s) of conveying parties attached Yes No

Individual Citizenship Corporation State-CANADA
 Association Other
 General Partnership
 Limited Partnership

2. Name and address of receiving party(ies):
Name: Northern Group Retail Ltd.
Address: 2375 Skymark Avenue
Mississauga, Ontario, L4W 4Y6
Canada

Additional name(s) attached? Yes No
 Individual Citizenship Corporation State-CANADA
 Association Other
 General Partnership
 Limited Partnership

Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
 Execution Date 02/03/2002

If assignee is not domiciled in the USA, a domestic representative designation is attached Yes No
 (Designations must be a separate document from assignment)

4. Application number(s) or registration number(s)
 If this application is being filed together with a new application the execution date of this application is \

A. Trademark Application No.(s) B. Trademark Registration No.(s) *See list of Trademark Registrations attached*

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning this document should be mailed:
 Name Kevin C. Brown
 Address : BURR & BROWN
 P.O. 7068
 Syracuse NY 13261-7068
 (315)233-8300

6. Total number of application and registrations involved: 10

7. Total fee (37 CFR 3.4) \$400.00
 Enclosed
 Authorized to be charged to Deposit Account No. 50-1446
 (Attach duplicate copy of this page if paying by deposit)

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 (Attach duplicate copy of this page if paying by deposit)

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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.

Kevin C. Brown  August 26, 2004
 Name of Person Signing Signature Date

Total Number of Pages Comprising Cover Sheet 5

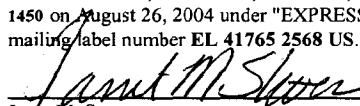
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Mail documents to be recorded with required cover sheet information to:

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 Janet M. Stevens

08/30/2004 METACHE 0000123 2306851

01 FC:852 40.00 OP
02 FC:852 225.00 OP

Registration No.	Trademark
2,306,851	Authentic Northern Experience
2,189,048	Cabin Essentials
2,477,382	Northern Friends Rewards Program
1,853,340	Northern Getaway
1,870,224	Northern Getaway
2,364,372	Northern Mist
1,999,108	Northern Reflections and Designs
2,294,508	Northern Retreat
2,103,669	Southern Reflections
2,411,663	Trektex



Nova Scotia

CERTIFICATE OF NAME CHANGE
Companies Act

Registry Number

3060427

Name of Company

VENATOR GROUP CANADA RETAIL LTD

I hereby certify that the above-mentioned company has with approval of the Registrar of Joint Stocks changed its name to:

NORTHERN GROUP RETAIL LTD./COMMERCE DE DETAIL NORTHERN GROUP LTEE

Registrar of Joint Stock Companies

February 3, 2002

Date of Name Change

GENERAL POWER OF ATTORNEY AND
DOMESTIC REPRESENTATIVE FOR FOREIGN APPLICANT/REGISTRANT

We, **NORTHERN GROUP RETAIL LTD.**, a corporation organized and existing under the laws of the Canada, located at 2375 Skymark Avenue, Mississauga, Ontario, L4W 4Y6, Canada, hereby appoint and authorize the firm of **BURR & BROWN**, whose postal address is **P.O. Box 7068, Syracuse, New York 13261**, and each and every member and associate thereof, including **Stephen P. Burr** and **Kevin C. Brown**, each admitted to the Bar of the State of New York and the Bar of the State of Virginia, and **Steven P. Caldwell** and **Nicole J. Buckner**, each admitted to the Bar of the State of New York, jointly and severally to act as our attorneys to transact all business in the Patent and Trademark Office connected with all applications filed and registrations owned by us.

We authorize the attorneys of **BURR & BROWN** to sign our name to papers and writings and to such acts regarding same as may be necessary or expedient, and request that all notices, communications and correspondence relating thereto be sent to such attorneys at the above address.

And We hereby ratify and confirm all acts done by said attorneys or any of them in respect of the said matters or proceedings.

And further We hereby revoke all previous authorizations in respect of the said matters or proceedings.

We, **NORTHERN GROUP RETAIL LTD.**, a corporation organized and existing under the laws of the Canada, located at 2375 Skymark Avenue, Mississauga, Ontario, L4W 4Y6, Canada, hereby designate Kevin C. Brown, whose postal address is **BURR & BROWN**, P.O. Box 7068, Syracuse, New York 13261 (Telephone: (315) 233-8300, Facsimile: (315) 233-8320) as our Domestic Representative upon whom notice or process in proceedings affecting all applications filed and registrations owned by us may be served, pursuant to Section 1(e) of the Lanham Act, 15 U.S.C. Section 1051(e), and 37 C.F.R. Section 2.24.

Please direct all correspondence to **Kevin C. Brown** at **BURR & BROWN**, 101 South Salina Street, P.O. Box 7068, Syracuse, New York 13261, (315) 233-8300.

Dated this 16th day of January, 2004.

NORTHERN GROUP RETAIL LTD.

By: _____

Name:

Title:

Michael J. Stanek
Chief Financial Officer