12-30-2004

Form PTO-1594 (Rev. 06/04) OMB Collection (1551-0027 (exp. 6730/2005)

DEPARTMENT OF COMMERCE ates Patent and Trademark Office

RECORDATION 1029 13694 RECORDATION 1029 13694 RECORDATION 1029 13694	
To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.	
1. Name of conveying party(ies)/Execution Date(s): BLUELIGHT, COM LLC Individual(s) Association General Partnership Limited Partnership Corporation-State Other Citizenship (see guidelines) Execution Date(s; ////3/2044 Additional names of conveying parties attached?	2. Name and address of receiving party(ies) Additional names, oddresses, or citizenship attached? No Name: KMART, LDM LLC Internal Address: KMART DF MI. INC., Street Address: 3100 W. BIB BEAVED City: TROY State. MI Country: USA Zip: 48084
3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other 4. Application number(s) or registration number(s) and A. Trademark Application No.(s) C. Identification or Description of Trademark(s) (and Filing	B. Trademark Registration No.(s) 2, 592, 739 Additional sheet(s) attached? Yes No
5. Name & address of party to whom correspondence concerning document should be mailed: Name: Norma J. Tumely Internal Address: D3/4 Street Address: Kmart of mt, INC. 3/DO W. BIL BEAVER RD.	6. Total number of applications and registrations involved: 7. Total fee (37 CFR 2.6(b)(6) & 3.41) Authorized to be charged by credit card Authorized to be charged to deposit account Enclosed
City: TROY State: M/ Zip: 48084 Phone Number: 348 637 4837 Fax Number: 348 Email Address: Atuney & Kinart Cur 9. Signature: Name A	12/20/04
None of Person Signing Documents to be recorded (including cover shee	Total number of pages including cover sheet, attachments, and document:

Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Sox 1450, Alexandria, VA 22313-1450 12/29/2004 INSETRCHE 00000057 111260 2592739

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TRADEMARK REEL: 003097 FRAME: 0951

Registration Nos.

- 2,650,295
- 2,495,654
- 2,499,671
- 2,542,596
- 2,549,472
- 2,549,473
- 2,542,595

TRADEMARK REEL: 003097 FRAME: 0952

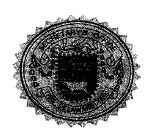


PAGE 1

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 "BLUELIGHT.COM LLC", CHANGING ITS NAME FROM "BLUELIGHT.COM LLC" TO "KMART.COM LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2004, AT 12:33 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTEENTH DAY OF NOVEMBER, A.D. 2004.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3431957

DATE: 10-25-04

TRADEMARK REEL: 003097 FRAME: 0953

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CERTIFICATE OF AMENDMENT

State of Delaware Secretary of State Division of Corporations Delivered 12:43 PM 10/25/2004 FILED 12:33 PM 10/25/2004 SRV 040767255 - 3138594 FILE

OF

BLUELIGHT.COM LLC

- 1. The name of the limited liability company is Bluelight.com LLC.
- 2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Paragraph A of Certificate of Formation of BLUELIGHT.COM LLC, is hereby amended to read as follows:

Name. The name of the limited liability company is Kmart.com LLC (the "Company").

3. This Certificate of Amendment shall be effective on November 13, 2004

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of BLUELIGHT.COM LLC this 20th day of October, 2004

BLUELIGHT.COM LLC

DE084 - 2/12/2002 C T System Online

RECORDED: 12/27/2004

TRADEMARK REEL: 003097 FRAME: 0954