

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 12/31/2005     |

**CONVEYING PARTY DATA**

| Name              | Formerly | Execution Date | Entity Type         |
|-------------------|----------|----------------|---------------------|
| Nevada Feet, Inc. |          | 12/27/2005     | CORPORATION: NEVADA |

**RECEIVING PARTY DATA**

|                 |                      |
|-----------------|----------------------|
| Name:           | Feet Center, Inc.    |
| Street Address: | 933 MacArthur Blvd.  |
| City:           | Mahwah               |
| State/Country:  | NEW JERSEY           |
| Postal Code:    | 07430                |
| Entity Type:    | CORPORATION: ARIZONA |

**PROPERTY NUMBERS Total: 15**

| Property Type        | Number  | Word Mark   |
|----------------------|---------|---|
| Registration Number: | 2817470 | FOR EVERY ATHLETE IN YOUR FAMILY                  |
| Registration Number: | 2716576 | FREQUENT FEET                                     |
| Registration Number: | 2571490 | JFF   |
| Registration Number: | 2700494 | JUST FOR FEET                                     |
| Registration Number: | 1643104 | JUST FOR FEET                                     |
| Registration Number: | 2652766 | JUST FOR FEET PUTS THE COOL IN SCHOOL             |
| Registration Number: | 1643103 | JUST FOR FEET WORLD'S LARGEST ATHLETIC SHOE STORE |
| Registration Number: | 2639427 | JUST RIGHT FOR YOU                                |
| Registration Number: | 2723970 | ONE STORE FITS ALL                                |
| Registration Number: | 2530021 | SUNGLASS ZONE                                     |
| Registration Number: | 2467996 | THE BIGGEST GAME IN TOWN                          |
| Registration Number: | 2498125 | THE JUST FOR FEET ZONE                            |

OP \$390.00 2817470

|                      |         |                                   |
|----------------------|---------|-----------------------------------|
| Registration Number: | 2450954 | WHERE THE 13TH PAIR IS FREE       |
| Registration Number: | 2844061 | WHERE THE 6TH PAIR IS ALWAYS FREE |
| Registration Number: | 2567226 | LACE ZONE                         |

**CORRESPONDENCE DATA**

Fax Number: (201)934-2270

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

Email: linda.rurka.dooley@footstar.com

Correspondent Name: Linda M. Rurka Dooley / FOOTSTAR

Address Line 1: 933 MAcArthur Blvd.

Address Line 4: Mahwah, NEW JERSEY 07430

|                    |                       |
|--------------------|-----------------------|
| NAME OF SUBMITTER: | Linda M. Rurka Dooley |
|--------------------|-----------------------|

|            |             |
|------------|-------------|
| Signature: | /l. dooley/ |
|------------|-------------|

|       |            |
|-------|------------|
| Date: | 01/30/2006 |
|-------|------------|

**Total Attachments: 8**

source=NF-Feet-NV#page1.tif  
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DEAN HELLER  
*Secretary of State*

STATE OF NEVADA

CHARLES E. MOORE  
*Securities Administrator*

RENEE L. PARKER  
*Chief Deputy  
Secretary of State*



SCOTT W. ANDERSON  
*Deputy Secretary  
for Commercial Recordings*

PAMELA RUCKEL  
*Deputy Secretary  
for Southern Nevada*

ELLYCK HSU  
*Deputy Secretary  
for Elections*

OFFICE OF THE  
SECRETARY OF STATE

**Certified Copy**

December 29, 2005

**Job Number:** C20051229-1867

**Reference Number:** 00000568487-98

**Expedite:**

**Through Date:**

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

| <b>Document Number(s)</b> | <b>Description</b> | <b>Number of Pages</b> |
|---------------------------|--------------------|------------------------|
| 20050647428-88            | Merge Out          | 7 Pages/1 Copies       |



Respectfully,

Handwritten signature of Dean Heller.

DEAN HELLER  
Secretary of State

By

Handwritten signature of the Certification Clerk.

Certification Clerk

**Commercial Recording Division**  
202 N. Carson Street  
Carson City, Nevada 89701-4069  
Telephone (775) 684-5708  
Fax (775) 684-7138

**TRADEMARK**  
**REEL: 003236 FRAME: 0272**



DEAN HELLER  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4299  
 (775) 684 5708  
 Website: secretaryofstate.biz

Entity #  
**C4794-2000**  
 Document Number:  
**20050647428-88**

Date Filed:  
 12/29/2005 11:52:25 AM  
 In the office of

*Dean Heller*

Dean Heller  
 Secretary of State

**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 1**

*Important: Read attached instructions before completing form.*

ABOVE SPACE IS FOR OFFICE USE ONLY

**(Pursuant to Nevada Revised Statutes Chapter 92A)  
 (excluding 92A.200(4b))  
 SUBMIT IN DUPLICATE**

- 1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box  and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

Nevada Feet, Inc.  
 Name of merging entity

Nevada  
 Jurisdiction

Corporation  
 Entity type \*

\_\_\_\_\_  
 Name of merging entity

\_\_\_\_\_  
 Jurisdiction

\_\_\_\_\_  
 Entity type \*

\_\_\_\_\_  
 Name of merging entity

\_\_\_\_\_  
 Jurisdiction

\_\_\_\_\_  
 Entity type \*

\_\_\_\_\_  
 Name of merging entity

\_\_\_\_\_  
 Jurisdiction

\_\_\_\_\_  
 Entity type \*

and,

Feet Center, Inc.  
 Name of surviving entity

Arizona  
 Jurisdiction

Corporation  
 Entity type \*

\* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

*This form must be accompanied by appropriate fees. See attached fee schedule.*

Nevada Secretary of State AM Merger 2003  
 Revised on: 10/24/03

**TRADEMARK**

**REEL: 003236 FRAME: 0273**



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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 2**

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- 2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger – NRS 92A.190):

Attn: Legal Department  
 c/o: Footstar Corporation  
933 MacArthur Blvd.  
Mahwah, New Jersey 07430

- 3) (Choose one)

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).  
 The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

- 4) Owner's approval (NRS 92A.200) (options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box  and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

- (a) Owner's approval was not required from :

Nevada Fest, Inc.  
 Name of merging entity, if applicable  
 \_\_\_\_\_  
 Name of merging entity, if applicable  
 \_\_\_\_\_  
 Name of merging entity, if applicable  
 \_\_\_\_\_  
 Name of merging entity, if applicable  
 \_\_\_\_\_  
 and, or,  
Feet Center, Inc.  
 Name of surviving entity, if applicable  
 \_\_\_\_\_

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003  
 Revised on: 10/24/03



DEAN HELLER  
 Secretary of State  
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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 3**

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(b) The plan was approved by the required consent of the owners of \*:

\_\_\_\_\_  
 Name of *merging* entity, if applicable

\_\_\_\_\_  
 Name of *merging* entity, if applicable

\_\_\_\_\_  
 Name of *merging* entity, if applicable

\_\_\_\_\_  
 Name of *merging* entity, if applicable

and, or,

\_\_\_\_\_  
 Name of *surviving* entity, if applicable

\* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

*This form must be accompanied by appropriate fees. See attached fee schedule.*

Nevada Secretary of State AM Merger, 2003  
 Revised on: 10/24/03

**TRADEMARK**  
**REEL: 003236 FRAME: 0275**



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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 4**

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

\_\_\_\_\_  
 Name of *merging* entity, if applicable

\_\_\_\_\_  
 Name of *merging* entity, if applicable

\_\_\_\_\_  
 Name of *merging* entity, if applicable

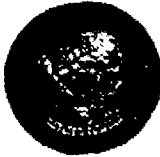
\_\_\_\_\_  
 Name of *merging* entity, if applicable

and, or;

\_\_\_\_\_  
 Name of *surviving* entity, if applicable

*This form must be accompanied by appropriate fees. See attached fee schedule.*

Nevada Secretary of State AM Merger 2003  
 Revised on: 10/24/03



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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 5**

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)\*:

N/A  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional)\*\*: 12/31/2005

\* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent – Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

\*\* A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

*This form must be accompanied by appropriate fees. See attached fee schedule.*

Nevada Secretary of State AM Merger 2003  
 Revised on: 10/24/03

**TRADEMARK**  
**REEL: 003236 FRAME: 0277**





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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 6**

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- 8) Signatures – Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited-liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)\* (if there are more than four merging entities, check box  and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.):

Nevada Feet, Inc.

Name of merging entity

Signature *Vincent Zabos* Title Treasurer Date 12 / 27 / 05

Name of merging entity

Signature \_\_\_\_\_ Title \_\_\_\_\_ Date   /  /  

Name of merging entity

Signature \_\_\_\_\_ Title \_\_\_\_\_ Date   /  /  

Name of merging entity

Signature \_\_\_\_\_ Title \_\_\_\_\_ Date   /  /  

Feet Center, Inc.

Name of surviving entity

Signature *Marie G. Schwick* Title Vice President Date 12 / 27 / 05

\* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

**IMPORTANT:** Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

*This form must be accompanied by appropriate fees. See attached fee schedule.*

Nevada Secretary of State AM Merger 2003  
 Revised on: 10/24/03

PLAN OF MERGER

The following is the Plan of Merger for merging Nevada Feet, Inc. into Feet Center, Inc. as approved by resolution of the Board of Directors of Feet Center, Inc.

1. Feet Center, Inc., which is a business corporation of the State of Arizona and is the parent corporation and the owner of all of the outstanding shares of Nevada Feet, Inc. which is a business corporation of the State of Nevada and each of which is a subsidiary corporation, hereby merges Nevada Feet, Inc. into Feet Center, Inc. pursuant to the provisions of Nevada Revised Statutes Chapter 92A and pursuant to the provisions of the laws of the jurisdiction of organization of Feet Center, Inc.

2. The separate existence of Nevada Feet, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of Nevada Revised Statutes Chapter 92A; and Feet Center, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

3. The issued shares of Nevada Feet, Inc., shall not be converted in any manner, but each said share which is issued as of the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of Nevada Feet, Inc. and of Feet Center, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.


Executed on December 27, 2005

Nevada Feet, Inc.

By:

Name of Officer:

Title of Officer:

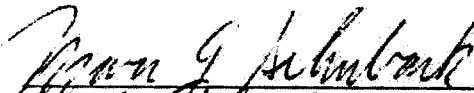
  
\_\_\_\_\_  
Vincent Zahra  
Treasurer

Feet Center, Inc.

By:

Name of Officer:

Title of Officer:

  
\_\_\_\_\_  
Marc G. Schuback  
Vice President