

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/30/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
May Department Stores Company		08/30/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Milan Acquisition LLC
Street Address:	7 West Seventh Street
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45202
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2366267	FILENE'S BASEMENT

CORRESPONDENCE DATA

Fax Number: (212)336-8001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (212) 336-8000
 Email: ptodocket@arelaw.com
 Correspondent Name: Max Vern
 Address Line 1: 90 Park Avenue
 Address Line 2: Amster, Rothstein & Ebenstein LLP
 Address Line 4: New York, NEW YORK 10016

ATTORNEY DOCKET NUMBER:	33794/94
NAME OF SUBMITTER:	Max Vern
Signature:	/Max Vern/

CH \$40.00 2366267

Date:

07/07/2006

Total Attachments: 3

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Delaware

PAGE 1

The First State

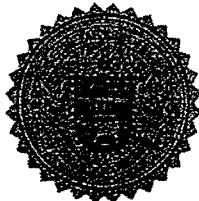
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE MAY DEPARTMENT STORES COMPANY", A DELAWARE CORPORATION, WITH AND INTO "MILAN ACQUISITION LLC" UNDER THE NAME OF "THE MAY DEPARTMENT STORES COMPANY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF AUGUST, A.D. 2005, AT 7:30 O'CLOCK A.M.

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

3931458 8100M

050712205



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4123084

DATE: 08-30-05

TRADEMARK
REEL: 003343 FRAME: 0447

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:18 AM 08/30/2005
FILED 07:30 AM 08/30/2005
SRV 050712205 - 3931458 FILE

**CERTIFICATE OF MERGER
OF
THE MAY DEPARTMENT STORES COMPANY
INTO
MILAN ACQUISITION LLC**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act") and Section 264 of the Delaware General Corporation Law (the "DGCL"), the undersigned limited liability company organized and existing under and by virtue of the Act, does hereby certify as follows:

FIRST: The name and jurisdiction of organization of each of the constituent entities to the merger is as follows:

<u>Name</u>	<u>State of Organization</u>
The May Department Stores Company	Delaware
Milan Acquisition LLC	Delaware

SECOND: The Agreement and Plan of Merger, dated as of February 27, 2005 (the "*Merger Agreement*"), by and among Federated Department Stores, Inc., Milan Acquisition LLC and The May Department Stores Company, has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of the Act and the DGCL.

THIRD: The name of the entity surviving the merger is Milan Acquisition LLC.

FOURTH: The certificate of formation of Milan Acquisition LLC shall be the certificate of formation of the surviving entity, except that the first recital shall be amended in its entirety to state: "The name of the limited liability company is The May Department Stores Company LLC (the "Company")."

FIFTH: The Merger Agreement is on file at a place of business of the surviving entity. The address of this place of business is 7 West Seventh Street, Cincinnati, Ohio 45202.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving entity, on request and without cost, to any stockholder of The May Department Stores Company or any member of Milan Acquisition LLC.

[Signature on the Following Page]

CLL-1316901v1

IN WITNESS WHEREOF, Milan Acquisition LLC has caused this Certificate to be duly executed by the undersigned authorized person on this 30th day of August, 2005.

MILAN ACQUISITION LLC

By: /s/ Dennis J. Broderick
Name: Dennis J Broderick
Title: Senior Vice President and Secretary

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