

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
May Department Stores International, Inc.		09/15/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Macy's Merchandising Group, Inc.
Street Address:	11 Penn Plaza
Internal Address:	12th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10001
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	3160575	AFTER THE "YES." BEFORE THE "I DO."
Registration Number:	1208523	ALL MINE
Registration Number:	1542664	AMANDA SMITH
Registration Number:	3002270	AUTUMN HARVEST
Registration Number:	1758457	BRANDINI
Registration Number:	2760022	CELEBRATE U.S.A.
Registration Number:	2751132	COUNTRY STYLE
Registration Number:	2744412	EMERGE
Registration Number:	1697750	ERIKA TAYLOR
Registration Number:	2722326	EXCEED
Registration Number:	124527	FILENE'S
Registration Number:	2973446	FLEX COLLAR
Registration Number:	2872860	FREEDOM CARE

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**TRADEMARK
 REEL: 004063 FRAME: 0575**

Registration Number:	1928126	GALLIA
Registration Number:	1897546	HOME FOR THE HOLIDAYS
Registration Number:	2974688	HOTEL SUITE
Registration Number:	2805447	I. E.
Registration Number:	2776514	I.E.
Registration Number:	2776515	I.E. RELAXED
Registration Number:	2916715	IDEOLOGY
Registration Number:	2844329	IDEOLOGY
Registration Number:	2694082	IMAGINATION
Registration Number:	1990097	JOHN ASHFORD
Registration Number:	1925568	KAREN SCOTT
Registration Number:	545120	KAUFMANN'S
Registration Number:	2751224	LITTLE TOWN U.S.A.
Registration Number:	1298921	MARSH LANDING
Registration Number:	2694081	PROSPECTIVES
Registration Number:	2231227	Q&A
Registration Number:	2845560	RAPIDRY
Registration Number:	3231755	RETRO BARWARE
Registration Number:	2841235	SUN COUNTRY
Registration Number:	1555787	SUN COUNTRY
Registration Number:	2841206	SUN COUNTRY KIDS
Registration Number:	2957498	SUN COVERS
Registration Number:	1940447	TRICK OR TREAT
Registration Number:	3007934	VAL FLEX
Registration Number:	2307321	VALERIE STEVENS
Registration Number:	1559949	VALERIE STEVENS
Registration Number:	2896403	VISIONS OF SANTA
Registration Number:	2886740	WELCOME HOME
Registration Number:	2953617	XCD
Registration Number:	1639820	ZERO PROOF

CORRESPONDENCE DATA

Fax Number: (212)336-8001

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

Phone: 212-336-8050

Email: ptodocket@arelaw.com

TRADEMARK
REEL: 004063 FRAME: 0576

Correspondent Name: Chester Rothstein, Esq.
Address Line 1: Amster, Rothstein & Ebenstein LLP
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Address Line 4: New York, NEW YORK 10016

ATTORNEY DOCKET NUMBER:	33754-1007
NAME OF SUBMITTER:	Chester Rothstein
Signature:	/Chester Rothstein/
Date:	09/17/2009

Total Attachments: 4
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made and entered into effective as of September 15, 2009 (the "Effective Date") by and between May Department Stores International, Inc., a Delaware corporation with an address at 615 Olive Street, St. Louis, MO 63101 ("Assignor"), on the one hand; and Macy's Merchandising Group, Inc., a Delaware corporation with an address at 11 Penn Plaza, New York, NY 10001 ("Assignee"), on the other hand.

WHEREAS, Assignor is the owner of all right, title and interest to the trademarks, service marks, and trade names shown in Schedule I attached to this Assignment, which is incorporated by reference and made a part hereof (collectively and individually, the "Marks"), the goodwill associated therewith, and all of the US registrations shown on the attached Schedule I (the "Registrations"); and

WHEREAS, Assignor intends to assign the Mark, the goodwill, and the Registrations to Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

Assignor hereby sells, assigns and transfers forever, free and clear of all liens and encumbrances, to Assignee and its successors and assigns, all right, title, and interest in and to the Marks, together with the goodwill of the Marks and the goodwill of the business appertaining thereto and/or symbolized thereby, and the Registrations, and all income, royalties, damages and payments now or hereafter due or payable in respect to the same, and all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present and future infringement and/or dilution of the same.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed in its corporate name by its duly authorized Officer, effective as of the Effective Date first written above.

**MAY DEPARTMENT STORES
INTERNATIONAL, INC.**

By _____

Jay L. Monitz

Title: Vice President

SCHEDULE I

TRADEMARK	APP. NO.	REG. NO.
AFTER THE "YES." BEFORE THE "I DO."	78/563,171	3,160,575
ALL MINE	73/253,026	1,208,523
AMANDA SMITH	73/757,427	1,542,664
AUTUMN HARVEST	76/435,894	3,002,270
BRANDINI	74/276,609	1,758,457
CELEBRATE U.S.A.	76/373,173	2,760,022
COUNTRY STYLE	76/340,908	2,751,132
EMERGE	76/362,736	2,744,412
ERIKA TAYLOR	74/190,356	1,697,750
EXCEED	76/296,160	2,722,326
FILENE'S	71/112,830	124,527
FLEX COLLAR	78/265,738	2,973,446
FREEDOM CARE	78/252,115	2,872,860
GALLIA	74/592,957	1,928,126
HOME FOR THE HOLIDAYS	74/372,775	1,897,546
HOTEL SUITE	78/976,052	2,974,688
I. E.	76/331,399	2,805,447
I.E.	76/356,804	2,776,514
I.E. RELAXED	76/356,805	2,776,515
IDEOLOGY	78/192,884	2,916,715
IDEOLOGY	76/464,865	2,844,329
IMAGINATION	76/331,396	2,694,082
JOHN ASHFORD	74/726,974	1,990,097
KAREN SCOTT	74/592,968	1,925,568
KAUFMANN'S	71/576,545	545,120
LITTLE TOWN U.S.A.	76/381,077	2,751,224
MARSH LANDING	73/448,672	1,298,921

TRADEMARK	APP. NO.	REG. NO.
PROSPECTIVES	76/331,395	2,694,081
Q&A	75/324,571	2,231,227
RAPIDRY	76/331,793	2,845,560
RETRO BARWARE	78/228,121	3,231,755
SUN COUNTRY	76/450,819	2,841,235
SUN COUNTRY	73/763,749	1,555,787
SUN COUNTRY KIDS	76/445,463	2,841,206
SUN COVERS	76/465,613	2,957,498
TRICK OR TREAT	74/479,721	1,940,447
VAL FLEX	78/371,431	3,007,934
VALERIE STEVENS	75/564,849	2,307,321
VALERIE STEVENS	73/772,467	1,559,949
VISIONS OF SANTA	78/229,085	2,896,403
WELCOME HOME	78/320,230	2,886,740
XCD	78/298,987	2,953,617
ZERO PROOF	74/064,648	1,639,820