

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fingerhut Direct Marketing, Inc.		02/09/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bluestem Brands, Inc.		
<b>Street Address:</b>	6509 Flying Cloud Drive		
<b>City:</b>	Eden Prairie		
<b>State/Country:</b>	MINNESOTA		
<b>Postal Code:</b>	55344		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77978834	TESTMARK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(612)766-1600		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	6127667196		
<b>Email:</b>	trademarkmpls@faegre.com		
<b>Correspondent Name:</b>	Sandra Epp Ryan		
<b>Address Line 1:</b>	90 South Seventh Street		
<b>Address Line 2:</b>	2200 Wells Fargo Center		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402-3901		
<b>ATTORNEY DOCKET NUMBER:</b>	77839 - 387927		
<b>NAME OF SUBMITTER:</b>	Sandra Epp Ryan		
<b>Signature:</b>	/Sandra Epp Ryan/		
<b>Date:</b>	03/05/2010		

OP \$40.00 77978834

**Total Attachments: 3**

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, 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 "FINGERHUT DIRECT MARKETING, INC.", CHANGING ITS NAME FROM "FINGERHUT DIRECT MARKETING, INC." TO "BLUESTEM BRANDS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF FEBRUARY, A.D. 2010, AT 5:05 O'CLOCK P.M.

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

3567832 8100

100126782



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7810589

DATE: 02-12-10

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 004161 FRAME: 0786

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:05 PM 02/09/2010  
FILED 05:05 PM 02/09/2010  
SRV 100126782 - 3567832 FILE

**CERTIFICATE OF AMENDMENT**  
**OF**  
**FOURTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION**  
**OF**  
**FINGERHUT DIRECT MARKETING, INC.**

**FINGERHUT DIRECT MARKETING, INC.**, a Delaware corporation (the "Corporation"), does hereby certify:

**FIRST:** That the Board of Directors of the Corporation duly adopted resolutions setting forth a proposed amendment of the Fourth Amended and Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and directing that the amendment be submitted for consideration by the stockholders of the Corporation. The resolution setting forth the proposed amendment is as follows:

**RESOLVED**, that the Fourth Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by deleting in its entirety Article FIRST and inserting the following in lieu thereof:

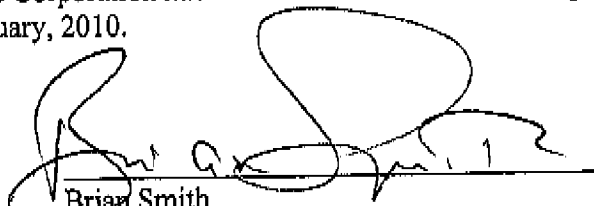
"FIRST. The name of the Corporation is BLUESTEM BRANDS, INC. (the "Corporation")."

**SECOND:** That thereafter a majority of the outstanding stock of the Corporation entitled to vote thereon, and a majority of the outstanding stock of each class of the Corporation entitled to vote thereon, took action pursuant to Section 228 of the General Corporation Law of the State of Delaware to approve of the proposed amendment.

**THIRD:** That the foregoing amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

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**IN WITNESS WHEREOF**, the Corporation has caused this certificate to be signed by the undersigned on this 9th day of February, 2010.

  
Brian Smith  
Chairman and Chief Executive Officer

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### Name Reservation Status

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Reservation No.	Entity Name	Entity Type	Cost	Status	Expiration Date (mm/dd/yyyy)
4780587	BLUESTEM BRANDS, INC.	CORPORATION	75.00	RESERVED	05/25/2010

**SRV Number - 100067839**

**Payment Type - Depository Account**

**Amount Charged - \$75.00**