

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		CHANGE OF NAME	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Federated Retail Holdings, Inc.		06/01/2007	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Macy's Retail Holdings, Inc.		
<b>Street Address:</b>	7 West Seventh Street		
<b>City:</b>	Cincinnati		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	45202		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1280220	FILENE'S BASEMENT OF BOSTON	
<b>Registration Number:</b>	1960415	FILENE'S	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)336-8001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(212) 336-8000		
<b>Email:</b>	ptodocket@arelaw.com		
<b>Correspondent Name:</b>	Max Vern		
<b>Address Line 1:</b>	Amster, Rothstein & Ebenstein LLP		
<b>Address Line 2:</b>	90 Park Avenue		
<b>Address Line 4:</b>	New York, NEW YORK 10016		
<b>ATTORNEY DOCKET NUMBER:</b>	33765/1085		
<b>NAME OF SUBMITTER:</b>	Max Vern		
<b>Signature:</b>	/Max Vern/		

CH \$65.00 1280220

Date:

04/15/2011

**Total Attachments: 3**

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State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**June 1, 2007**



A handwritten signature in black ink, appearing to be "Neil A. ...", written over a faint circular stamp.

*Deputy Secretary of State for  
Business and Licensing Services*

DOS-1266 (Rev. 03/07)

070601000406

CSC 45  
DRAW DOWN

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
41 State Street  
Albany, NY 12231  
www.dos.state.ny.us

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF

Federated Retail Holdings, Inc.

*(Insert Name of Domestic Corporation)*

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is: Federated Retail Holdings, Inc.

If the name of the corporation has been changed, the name under which it was formed is: \_\_\_\_\_

**The May Department Stores Company**

SECOND: The date of filing of the certificate of incorporation with the Department of State is:  
June 4, 1910

THIRD: The amendment effected by this certificate of amendment is as follows: (Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the corporation would read as follows: Paragraph *First* of the Certificate of Incorporation relating to *the corporation name* is hereby amended to read as follows: *First: The name of the corporation is ... (new name) ...*)

Paragraph FIRST of the Certificate of Incorporation relating to the name of the corporation

is hereby amended to read in its entirety as follows: \_\_\_\_\_

The name of the corporation shall be: Macy's Retail Holdings, Inc.

Paragraph \_\_\_\_\_ of the Certificate of Incorporation relating to \_\_\_\_\_

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is hereby amended to read in its entirety as follows:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

FOURTH: The certificate of amendment was authorized by: [Check the appropriate box]

- The vote of the board of directors followed by a vote of a majority of all outstanding shares entitled to vote thereon at a meeting of shareholders.
- The vote of the board of directors followed by the unanimous written consent of the holders of all outstanding shares.

*Jack B Cox*

(Signature)

Jack B. Cox, Assistant Secretary

(Name and Capacity of Signer)

*JCC's*

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF

Federated Retail Holdings, Inc.  
(Insert Name of Domestic Corporation)

STATE OF NEW YORK  
DEPARTMENT OF STATE

2007  
JAN 10  
NY

*New York*

Under Section 805 of the Business Corporation Law

Filer's Name Macy's Retail Holdings, Inc.

OSC 45  
DRAW DOWN

Address 7 West Seventh Street

City, State and Zip Code Cincinnati, OH 45202

CUSTOMER REF. #  
*423523ND*

NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee, plus the required tax on shares pursuant to §180 of the Tax Law, if applicable.

For Office Use Only

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