

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Federated Retail Holdings, Inc.		06/01/2007
			Entity Type
			CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Macy's Retail Holdings, Inc.		
Street Address:	7 West Seventh Street		
City:	Cincinnati		
State/Country:	OHIO		
Postal Code:	45202		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	0204692	ABRAHAM & STRAUS
CORRESPONDENCE DATA			
Fax Number:	(212)336-8001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 336-8000		
Email:	ptodocket@arelaw.com		
Correspondent Name:	Max Vern		
Address Line 1:	Amster, Rothstein & Ebenstein LLP		
Address Line 2:	90 Park Avenue		
Address Line 4:	New York, NEW YORK 10016		
ATTORNEY DOCKET NUMBER:	33765/1090		
NAME OF SUBMITTER:	Max Vern		
Signature:	/Max Vern/		
Date:	04/25/2011		
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 read "Neil A. ...", is written over the seal area.

*Deputy Secretary of State for
Business and Licensing Services*

DOS-1266 (Rev. 03/07)

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

070601000406

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)

8cc'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. #
42352300

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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