

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM331251

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
New Saks & Company		12/30/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Saks & Company LLC		
Street Address:	12 East 49th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 54			
Property Type	Number	Word Mark	
Serial Number:	86251769	#SAKSIN6	
Registration Number:	4245596	10022-SHOE	
Registration Number:	3606435	2EAT@SAKS	
Serial Number:	85626481		
Serial Number:	85877965	BLACK SAKS FIFTH AVENUE	
Serial Number:	85877981	BLACK SAKS FIFTH AVENUE	
Serial Number:	85877970	BLUE SAKS FIFTH AVENUE	
Serial Number:	85877986	BLUE SAKS FIFTH AVENUE	
Registration Number:	1839730	CAFE SFA	
Registration Number:	3890516	CLOTHES (REAL) SAKS FIFTH AVENUE	
Registration Number:	4333792	FASHION FIX	
Serial Number:	85877969	GRAY SAKS FIFTH AVENUE	
Serial Number:	85877985	GRAY SAKS FIFTH AVENUE	
Registration Number:	2869986	KEY TO THE CURE	
Serial Number:	86208130	MADISON SUPPLY	
Registration Number:	4177899	E N S	
Serial Number:	85626482	MORE	
Serial Number:	85626483	MORE	

CH \$1365.00 86251769

Property Type	Number	Word Mark
Registration Number:	3997431	OFF 5TH
Serial Number:	86370161	OFF 5TH
Registration Number:	1976296	OFF 5TH
Serial Number:	86370164	OFF 5TH
Registration Number:	4002313	OFF 5TH
Serial Number:	85877968	RED SAKS FIFTH AVENUE
Serial Number:	85877983	RED SAKS FIFTH AVENUE
Registration Number:	2351428	SAKS & COMPANY
Registration Number:	1180632	SAKS FIFTH AVENUE
Registration Number:	0627814	SAKS FIFTH AVENUE
Registration Number:	1359451	SAKS FIFTH AVENUE
Registration Number:	1667955	SAKS FIFTH AVENUE
Registration Number:	1994280	SAKS FIFTH AVENUE
Registration Number:	0737308	SAKS FIFTH AVENUE
Registration Number:	0635368	SAKS FIFTH AVENUE
Registration Number:	0628489	SAKS FIFTH AVENUE
Registration Number:	0631799	SAKS FIFTH AVENUE
Registration Number:	2221406	SAKS FIFTH AVENUE
Registration Number:	0620917	SAKS FIFTH AVENUE
Registration Number:	3368500	SAKS FIFTH AVENUE
Registration Number:	1180633	SAKS FIFTH AVENUE
Registration Number:	3551064	SAKS FIFTH AVENUE OFF 5TH
Registration Number:	4093993	SAKS FIFTH AVENUE THREADS
Serial Number:	85626487	SAKS INCORPORATED
Registration Number:	2024140	SAKSFIRST
Registration Number:	1707494	SALON Z
Registration Number:	2187889	SALON Z
Registration Number:	3506366	SERVICEFIRST
Serial Number:	86370159	SO5
Registration Number:	1197494	THE FIFTH AVENUE CLUB
Serial Number:	86422683	O5
Serial Number:	86353112	BIRDCAGE
Serial Number:	86353109	BIRDCAGE
Registration Number:	1807656	S5A
Registration Number:	1783095	S5A
Registration Number:	1664540	REAL CLOTHES

CORRESPONDENCE DATA

Fax Number: 3124643111

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 312-464-3100

Email: chicagopto@loeb.com

Correspondent Name: Daniel D. Frohling

Address Line 1: 321 North Clark Street, Suite 2300

Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	211980-10001
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NAME OF SUBMITTER:	Daniel D. Frohling
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SIGNATURE:	/Daniel D. Frohling/
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DATE SIGNED:	02/05/2015
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Total Attachments: 6

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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NEW SAKS & COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NEW SAKS & COMPANY" TO "SAKS & COMPANY LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2014, AT 6:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

5657136 8100V

141603297




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1998414

DATE: 12-30-14

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005454 FRAME: 0215

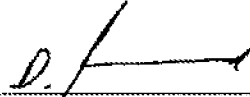
**STATE OF DELAWARE
CERTIFICATE OF CONVERSION OF
NEW SAKS & COMPANY
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY PURSUANT TO SECTION
18-214 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT**

This certificate of conversion (this "Certificate of Conversion") of New Saks & Company, dated as of December 30, 2014, is being duly executed and filed by the undersigned, as an authorized person pursuant to Section 18-204 of the Delaware Limited Liability Company Act.

1. The jurisdiction where New Saks & Company (the "Corporation") was first formed is the State of Delaware.
2. The jurisdiction of the Corporation immediately prior to filing of this Certificate of Conversion is the State of Delaware.
3. The Corporation was first incorporated on December 12, 2014.
3. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is New Saks & Company.
4. The name of the limited liability company into which the Corporation is to be converted as set forth in the Certificate of Formation is Saks & Company LLC.
5. This Certificate of Conversion, and the Certificate of Formation referenced herein, shall be effective at 11:59 p.m. on December 31, 2014.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on
on behalf of the Corporation has executed this Certificate of Conversion as of the
date first above written.

A handwritten signature in black ink, appearing to read 'D. Pickwood', is written over a horizontal line.

Name: David Pickwood
Title: Authorized Person

[Signature Page to Saks & Company LLC Certificate of Conversion]

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "SAKS & COMPANY LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2014, AT 6:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

5657136 8100V

141603297

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1998414

DATE: 12-30-14

TRADEMARK
REEL: 005454 FRAME: 0218

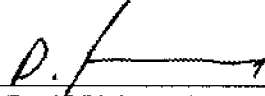
**CERTIFICATE OF FORMATION
OF
SAKS & COMPANY LLC**

This certificate of formation (this "Certificate of Formation") of Saks & Company LLC, dated as of December 30, 2014, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company pursuant to Section 18-204 of the Delaware Limited Liability Company Act.

1. The name of the limited liability company is Saks & Company LLC.
2. The address of its registered office is 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, Delaware, 19808. The name of the registered agent at such address is Corporation Service Company.
3. This Certificate of Formation shall be effective at 11:59 p.m. on December 31, 2014.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

A handwritten signature in black ink, appearing to read 'D. Pickwood', is written over a horizontal line.

Name: David Pickwood
Title: Authorized Person

[Signature Page to Saks & Company LLC Certificate of Formation]