

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM343633

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>RESUBMIT DOCUMENT ID:</b>	900326193

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Brown Shoe Company, Inc.		05/28/2015	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	Caleres, Inc.
<b>Street Address:</b>	8300 Maryland Avenue
<b>City:</b>	St. Louis
<b>State/Country:</b>	MISSOURI
<b>Postal Code:</b>	63105
<b>Entity Type:</b>	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 209**

Property Type	Number	Word Mark
Serial Number:	86511364	5
Serial Number:	86511246	5
Serial Number:	86511374	5
Registration Number:	3236960	NATURALIZER
Registration Number:	3204077	NATURALIZER
Registration Number:	4029790	ACTIVELITE
Registration Number:	0998510	AIR STEP
Registration Number:	1435663	AIR TECH
Registration Number:	0423218	AIRBORNE
Registration Number:	0327676	AIRSTEP
Serial Number:	86461608	ALL · THRU COMFORT
Registration Number:	1948640	APEX
Registration Number:	0676759	APEX
Registration Number:	2952047	APEX
Registration Number:	0677376	APEX
Registration Number:	2565675	B
Registration Number:	4466721	BAREFLEX
Serial Number:	86536145	BE WANDERED

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4080339	BEAUTIFUL FEELS SO GOOD
Registration Number:	1646122	BIG COUNTRY
Registration Number:	0796015	BOOTALINOS
Registration Number:	2555540	BROWN SHOE
Registration Number:	4289723	BROWN SHOE COMPANY
Registration Number:	3522604	BROWN SHOE CLOSET
Registration Number:	3593936	BUSTER BROWN
Registration Number:	4354716	BUSTER BROWN
Registration Number:	4369261	BUSTER BROWN & CO.
Registration Number:	3692537	BUSTER BROWN & CO.
Registration Number:	4350901	BUSTER BROWN
Registration Number:	4314902	BZEES
Registration Number:	4314903	BZEES
Serial Number:	86597271	CALERES
Serial Number:	86597257	CALERES
Serial Number:	86597883	CALERES
Serial Number:	86511297	CALERES 5
Serial Number:	86597190	CALERES 5
Serial Number:	86597206	CALERES 5
Registration Number:	2352156	CHILL CHASERS BY BUSTER BROWN
Registration Number:	3712809	CLOSET
Serial Number:	86575904	COMFORT SOLE
Registration Number:	1327076	COMFORT SOLE
Registration Number:	2339941	
Serial Number:	86500648	COMPLETE FIT 365
Serial Number:	86454994	CONNIE
Registration Number:	0998514	CONNIE
Serial Number:	86505867	COOL RESPOND
Registration Number:	4539677	DEFINE YOUR STRIDE
Registration Number:	1012287	DELISO
Registration Number:	3766459	DS
Serial Number:	86560859	ENERGY DISC
Registration Number:	2931919	ENERGY DISC
Serial Number:	86558109	ENERGY WAVE
Registration Number:	2398644	EURO SOLE
Serial Number:	86454984	EUROSTEP
Registration Number:	2903611	EUROSTEP
Serial Number:	86402877	FANFARES

Property Type	Number	Word Mark
Serial Number:	86486146	FEEL CRAZY COMFY
Registration Number:	1732109	FRANCO SARTO
Registration Number:	3004634	FRANCO SARTO
Registration Number:	3127256	FRANCO SARTO
Registration Number:	4505546	FRANCO SARTO
Registration Number:	4637416	FRANCO SARTO
Serial Number:	85332325	FRANCO SARTO
Serial Number:	85827118	FRANCO SARTO
Serial Number:	85829323	FRANCO SARTO
Serial Number:	86012803	FRANCO SARTO
Serial Number:	86178489	FRANCO SARTO
Serial Number:	86178493	FRANCO SARTO
Serial Number:	86178495	FRANCO SARTO
Registration Number:	4676119	FRANCO SARTO
Registration Number:	4091986	FREE STEP
Serial Number:	86306352	FREE-FOAM
Registration Number:	0249305	JACQUELINE
Serial Number:	86125316	KNOX GOODS
Serial Number:	86125309	KNOX GOODS
Serial Number:	86126909	KNOX GOODS KNOWLEDGE NOURISHMENT OPTIMIS
Registration Number:	0387963	LIFE STRIDE
Registration Number:	3831773	LIFE STRIDE
Registration Number:	3289754	LS LIFESTRIDE
Serial Number:	86617388	LIFE STRIDE VELOCITY WITH MEMORY FOAM
Serial Number:	86591183	LIFE STRIDE VELOCITY WITH MEMORY FOAM &
Serial Number:	86505831	LIFESTRIDE WORKLIFE
Serial Number:	86256402	LIGHT FEELS RIGHT
Serial Number:	85652811	LS STUDIO
Registration Number:	1160119	MASERATI
Registration Number:	3162771	
Registration Number:	3238413	
Registration Number:	3540302	
Registration Number:	3664838	
Registration Number:	3998946	
Registration Number:	4448768	
Registration Number:	3542168	
Registration Number:	3115250	
Registration Number:	3532103	N 5

Property Type	Number	Word Mark
Registration Number:	3452249	N NSS
Registration Number:	3540998	N NSS
Registration Number:	3768683	N5 COMFORT
Registration Number:	3772768	N5 COMFORT ELEMENTS
Registration Number:	4242419	N5 CONTOUR
Registration Number:	2953462	NATURAL SOUL
Registration Number:	3521676	NATURALSOU BY NATURALIZER
Serial Number:	86353776	NATURAL SOUL MOTION
Registration Number:	1504936	NATURAL SPORT
Registration Number:	3831715	NATURAL SPORT
Registration Number:	3729334	NATURAL SPORT
Registration Number:	0780404	NATURALIZER
Registration Number:	1987055	NATURALIZER
Registration Number:	0236545	NATURALIZER
Registration Number:	3476524	NATURALIZER
Registration Number:	3661874	NATURALIZER
Registration Number:	3990740	NATURALIZER
Registration Number:	4317154	NATURALIZER
Serial Number:	86479319	NATURALIZER@WORK
Registration Number:	0809302	NATURE SOLE
Registration Number:	3804090	NAYA
Registration Number:	4238028	NAYA
Serial Number:	86315186	NAYA
Registration Number:	4238029	NAYA
Registration Number:	3540277	NEVER IGNORE A SHOE CRAVING
Registration Number:	3578444	NICE SKATE SHOES
Registration Number:	2269407	NICKELS SOFT
Registration Number:	3452213	NSS
Serial Number:	85932996	PENALJO
Registration Number:	3955463	POWERWALK BY NATURALSPORT
Registration Number:	4091448	PUT A LITTLE AIR IN YOUR STEP
Serial Number:	86210742	Q-CONTOUR
Registration Number:	1390839	RAPID TRANSIT
Registration Number:	0048351	REGAL.
Registration Number:	4079941	RENEW YOUR SOLES
Registration Number:	4392589	RENEWING BODY, SPIRIT, EARTH
Registration Number:	4396470	RENEWING BODY, SPIRIT, EARTH
Registration Number:	0822925	REVELATIONS

Property Type	Number	Word Mark
Registration Number:	4094353	REVITALIZE
Registration Number:	4025111	RE-ZORB
Registration Number:	3318199	RYKÄ
Registration Number:	3966347	RYKÄ
Serial Number:	85659119	RYKÄ
Serial Number:	86170501	RYKÄ
Registration Number:	4508191	RYKÄ
Serial Number:	86631623	RYKÄ
Registration Number:	2419383	RYKA
Registration Number:	2809000	RYKA
Registration Number:	1616804	RYKÄ
Registration Number:	2163216	RYKA
Registration Number:	3409936	RYKÄ
Registration Number:	3871213	SF COMFORT ELEMENTS
Registration Number:	3607333	CLOSET
Registration Number:	3825914	SHOE STEAL.COM
Serial Number:	86560977	SHOETOPIA
Serial Number:	86560963	SHOETOPIA
Serial Number:	86521452	SIGNATURE NATURALIZER
Registration Number:	3570720	SIGNATURE NATURALIZER
Serial Number:	86505862	SIMPLY COMFORT
Registration Number:	4539155	SIZEWISE
Registration Number:	1491249	SOFT SYSTEM
Registration Number:	2005045	SOLE PURPOSE
Serial Number:	86388590	SOLE PURPOSE
Registration Number:	3543585	SOME PEOPLE HAVE HOBBIES. WE HAVE SHOES
Serial Number:	86185946	SOUL MOTION
Registration Number:	4255038	STL SHOE & BOOT CO.
Registration Number:	1349611	STUDIO PAOLO
Serial Number:	86446780	STUDIO PAOLO
Registration Number:	4301760	STUDIO VIA SPIGA
Registration Number:	1393370	THE FINE ART OF COMFORT
Serial Number:	86403330	THE INTERSECTION OF COMFORT & STYLE
Serial Number:	86483016	THE INTERSECTION OF COMFORT & STYLE
Registration Number:	2568543	THE LEADER IN FOOTWEAR
Registration Number:	3576160	THE LEADER IN FOOTWEAR
Registration Number:	4218645	TRUE LITE
Registration Number:	1333346	TURNTEC

Property Type	Number	Word Mark
Registration Number:	2216427	TX
Registration Number:	2218844	TX TRACTION
Registration Number:	2088199	TX-TRACTION
Registration Number:	4142935	ULTIMATE FLEX
Registration Number:	3953034	
Serial Number:	86631629	
Registration Number:	3880160	VIA SPIGA
Registration Number:	1420167	VIA SPIGA
Registration Number:	2461933	VIA SPIGA
Registration Number:	0383818	
Registration Number:	3225201	VIA SPIGA
Registration Number:	3769256	VIA SPIGA
Registration Number:	2111812	VIA SPIGA
Registration Number:	1467878	VIASPIGA
Registration Number:	2041978	VS
Registration Number:	3829797	WATER FLOW
Serial Number:	85765731	WEB FLEX
Registration Number:	1991726	YUKON
Serial Number:	85882677	YUKON
Registration Number:	2256870	YUKON
Registration Number:	4531185	ZODIAC
Registration Number:	2594860	ZODIAC
Registration Number:	1936302	ZODIAC
Serial Number:	77518263	ZODIAC
Serial Number:	77518283	ZODIAC
Serial Number:	77925272	ZODIAC
Serial Number:	77436800	ZODIAC
Registration Number:	1486193	ZODIAC
Registration Number:	4063746	ZODIAC AMERICAN ORIGINAL
Serial Number:	85407406	ZODIAC AMERICAN ORIGINAL
Serial Number:	85407414	ZODIAC AMERICAN ORIGINAL
Registration Number:	3768638	ZODIAC AMERICAN ORIGINAL
Registration Number:	3775731	ZODIAC AMERICAN ORIGINAL
Registration Number:	3639954	ZODIAC KIDS
Serial Number:	77518292	ZODIAC USA
Serial Number:	77518692	ZODIAC USA
Serial Number:	77924861	ZODIAC USA
Serial Number:	85407422	ZODIAC USA

Property Type	Number	Word Mark
Serial Number:	86536137	THE LEADER IN FOOTWEAR
<b>CORRESPONDENCE DATA</b>		
Fax Number:	3148544098	
<i>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.</i>		
Phone:	(314) 854-4000	
Email:	koconnell@caleres.com	
Correspondent Name:	Deborah L. Norman	
Address Line 1:	8300 Maryland Avenue	
Address Line 4:	St. Louis, MISSOURI 63105	
<b>ATTORNEY DOCKET NUMBER:</b>	RE-BRANDING INITIATIVE	
<b>NAME OF SUBMITTER:</b>	Deborah L. Norman	
<b>SIGNATURE:</b>	/deborah l. norman/	
<b>DATE SIGNED:</b>	06/05/2015	
<b>Total Attachments: 3</b>		
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***STATE OF NEW YORK***

***DEPARTMENT OF STATE***

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 official seal of the  
Department of State, at the City of Albany,  
on May 29, 2015.



*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State



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Brown

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
BROWN SHOE COMPANY, INC.

(Under Section 805 of the Business Corporation Law)

Pursuant to the provisions of Section 805 of the Business Corporation Law, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is Brown Shoe Company, Inc. (hereinafter called the "Company"). The name under which the Company was originally formed is Brown Shoe Company, Inc., and subsequently changed its name to Brown Group, Inc. and subsequently changed its name to Brown Shoe Company, Inc.
2. The Certificate of Incorporation of the Company was filed by the Department of State of the State of New York on January 2, 1913.
3. The Certificate of Incorporation is hereby amended to change the name of the Company pursuant to Section 801 of the Business Corporation Law.
4. To accomplish the foregoing amendment, Article One of the Certificate of Incorporation is hereby stricken out in its entirety, and the following new Article One is substituted in lieu thereof:

FIRST: The name of the Company shall be Caleres, Inc. (hereinafter termed "Company").

5. The foregoing amendment of the Certificate of Incorporation was authorized by the Board of Directors of the Company, followed by the vote of the shareholders of the Company entitled to vote thereon.

*[Remainder of page left intentionally blank; signature page attached]*

IN WITNESS WHEREOF, the undersigned does hereby affirm that the statements made herein are true under the penalties of perjury this 28<sup>th</sup> day of May, 2015.



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Michael L. Oberlander  
Senior Vice President, General Counsel  
and Corporate Secretary