

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM346515

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	12/08/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Macy's Merchandising Group, Inc.		12/01/2014	CORPORATION: DELAWARE
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
MMG (New York), Inc.	12/01/2014	CORPORATION: NEW YORK	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Macy's Merchandising Group, Inc.		
Street Address:	11 Penn Plaza		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85779453	MAISON JULES	
CORRESPONDENCE DATA			
Fax Number:	2123368001		
<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:	212-336-8000		
Email:	ptodocket@arelaw.com		
Correspondent Name:	David P. Goldberg		
Address Line 1:	Amster, Rothstein & Ebenstein LLP		
Address Line 2:	90 Park Avenue		
Address Line 4:	New York, NEW YORK 10016		
ATTORNEY DOCKET NUMBER:	33754/1830		
NAME OF SUBMITTER:	David P. Goldberg		
SIGNATURE:	/David P. Goldberg/		

CH \$40.00 85779453

DATE SIGNED:

07/01/2015

Total Attachments: 5

source=Certificate of Merger & Change of Name for MMG (Del) to MMG (NY)#page1.tif

source=Certificate of Merger & Change of Name for MMG (Del) to MMG (NY)#page2.tif

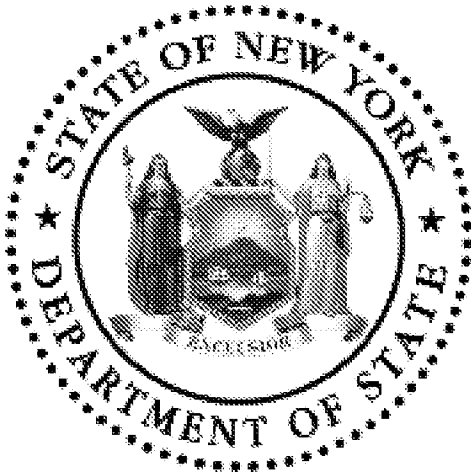
source=Certificate of Merger & Change of Name for MMG (Del) to MMG (NY)#page3.tif

source=Certificate of Merger & Change of Name for MMG (Del) to MMG (NY)#page4.tif

source=Certificate of Merger & Change of Name for MMG (Del) to MMG (NY)#page5.tif

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy for MACY'S MERCHANDISING GROUP, INC., File Number 141208000413 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on March 30, 2015.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Rev. 06/07

Authentication Number: 1503301047 To verify the authenticity of this document you may access the Division of Corporations' Document Authentication Website at <http://ecorp.dos.ny.gov>

TRADEMARK

REEL: 005568 FRAME: 0259

380 45
DOWN

141208000

413

CERTIFICATE OF MERGER

OF

MACY'S MERCHANDISING GROUP, INC.
a Delaware Corporation

INTO

MMG (NEW YORK), INC.
a New York Corporation

Pursuant to section 904 of the Business Corporation Law

It is hereby certified upon behalf of each of the constituent corporations herein named as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is MMG (New York), Inc. which was incorporated in the State of New York on December 2, 2014.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Macy's Merchandising Group, Inc. a Delaware corporation formed on December 31, 2005.

The Application for Authority in the State of New York of the merged constituent corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on January 3, 2006.

FOURTH: The designation and number of outstanding shares of each class of the constituent corporations, all of which are owned by the surviving corporation, as set forth in the agreement of merger, are as follows:

Name of Corporation	Designation and number of shares in each class or series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Macy's Merchandising Group, Inc.	Common Stock – 100 shares	Common Stock	100
MMG (New York), Inc.	Common Stock – 100 shares	Common Stock	100

FIFTH: The Certificate of Incorporation of the surviving corporation shall be amended so that Articles First of such Certificate of Incorporation reads in its entirety as follows:

FIRST: The name of the corporation is Macy's Merchandising Group, Inc.

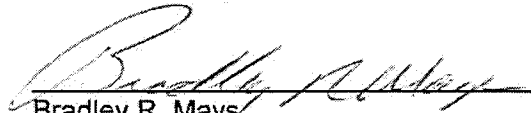
SIXTH: The merger herein certified was authorized in respect of the surviving corporation by written consent of the shareholders given in accordance with Section 615 of the Business Corporation Law of the state of New York, written notice having been duly given to nonconsenting shareholders as to the extent required by such section.

SEVENTH: The merger is permitted by the laws of the jurisdiction of each constituent foreign corporation and is in compliance therewith.

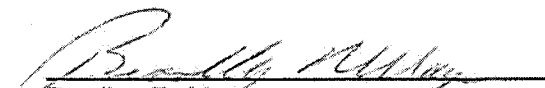
EIGHTH: The merger is to be effective December 8, 2014.

Dated as of December 15 2014.

MACY'S MERCHANDISING GROUP, INC.
a Delaware corporation


Bradley R. Mays
Vice President

MMG (NEW YORK), INC.
a New York corporation


Bradley R. Mays
Vice President

MMG (NEW YORK), INC.

**Written Action of Sole
Shareholder Without a Meeting**

Pursuant to Section 615 of the New York Business Corporation Law, the undersigned, being the sole shareholder of MMG (New York), Inc., a New York Corporation (the "Corporation"), hereby adopts by this written action in lieu of a meeting, the following resolution with the same force and effect as if it had been unanimously adopted at a duly convened meeting of the shareholders of the Corporation:

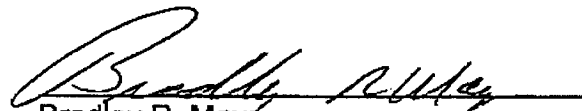
WHEREAS, the Board of Directors of the Corporation has approved the Agreement of Merger (the "Merger Agreement"), between the Corporation and Macy's Merchandising Group, Inc., a Delaware corporation ("Macy's Merchandising"), providing, among other things, for the merger of Macy's Merchandising with and into the Corporation (the "Merger"), with the Corporation being the surviving company following the merger, and for the amendment to the Corporation's Articles of Incorporation to change the name of the Corporation to Macy's Merchandising Group, Inc., and has recommended that the Merger Agreement be approved by the sole shareholder of the Corporation; and

WHEREAS, pursuant to applicable provisions of the New York Business Corporation Law, the Merger requires the approval of the shareholders entitled to vote on the Merger and Merger Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Merger and the terms and conditions thereof, as reflected in the Merger Agreement, be and hereby are approved and adopted.

Dated as of December 8, 2014.

MACY'S, INC.



Bradley R. Mays
Senior Vice President

TRADEMARK

REEL: 005568 FRAME: 0262

