

05-10-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Nash Stores, Inc. *H. 30.02*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Harmon Stores, Inc.
Internal Address: _____
Address: _____
Street Address: 20 Sand Park Road
City: Cedar Grove State: NJ Zip: 07009

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: March 31, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
1,657,707
~~1,385,522~~

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Lerner, David, Littenberg, Krumholz & Mentlik
 Internal Address: _____
 Street Address: 600 South Avenue West
 City: Westfield State: NJ Zip: 07090

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
12-1095
 (Attach duplicate copy of this page if paying by deposit account)

OFFICE OF PUBLIC RECORDS
 2002 APR 30 AM 8:10
 FINANCE SECTION

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

BRUCE H. SALES *B. H. Sales* 4.23.02
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

05/09/2002 LUELLER 000001% 121095 1657707
01 FC:481 40.00 CH
02 FC:482 25.00 CH

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION**

OF

NASH STORES, INC.

Pursuant to Section 242 of the General Corporation Law of the State of Delaware.

We, the undersigned, Newton Sheldon, being the President and Robert Germano, being the Secretary of Nash Stores, Inc. (the "Corporation"), hereby certify:

A. That the name of the Corporation is Nash Stores, Inc.

B. That the Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on September 28, 1973.

C. That the Board of Directors of the Corporation, by a Unanimous Written Consent of Directors, dated May 14, 1997, in lieu of a meeting, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

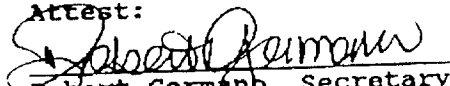
That Article FIRST of the Certificate of Incorporation of the Corporation, hereby is amended to delete Article FIRST in its entirety and substitute the following:

FIRST: The name of the Corporation is Harmon Stores, Inc. (hereinafter the "Corporation").

d. That the amendment to the Certificate of Incorporation as set forth above was consented to and adopted by the holders of all the issued and outstanding shares of stock of the Corporation by a Unanimous Written Consent of Stockholders in lieu of special meeting, dated May 14, 1997, in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and the By-Laws of the Corporation.

IN WITNESS WHEREOF, we the undersigned on behalf of Nash Stores, Inc. have set our hand and affixed the corporate seal hereto this 31st day of March, 1998.

Attest:


Robert Germano, Secretary
lsnash\harmon.amd

NASH STORES, INC.

By 
Newton Sheldon, President