

07-08-1998

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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger  Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
6 15 98

Conveying Party

Mark if additional names of conveying parties attached

Name Head To Toe Retail Inc. d/b/a Head To Toe, The Comfort Store

Execution Date  
Month Day Year  
6 15 98

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization New Jersey

Receiving Party

Mark if additional names of receiving parties attached

Name New HTT Group, LLC

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) c/o AC Israel Enterprises, Inc., 707 Westchester Avenue

Address (line 2) 4th Floor

Address (line 3) White Plains NY 10604  
City State/Country Zip Code

- Individual  General Partnership  Limited Partnership  Corporation  Association
  - Other Limited Liability Company
  - Citizenship/State of Incorporation/Organization Delaware
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 1748 FRAME: 0431

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,109,476"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

STEPHEN L. BROTHMAN

Name of Person Signing



Signature

6/15/98

Date Signed

SERVICE MARK ASSIGNMENT

Whereas, HEAD TO TOE, THE COMFORT STORE, a New Jersey corporation d/b/a HEAD TO TOE, THE COMFORT STORE (“Assignor”), having offices and doing business at 42 Mayfield Avenue, Edison, New Jersey 08837, has adopted, used, is using and is the owner of the following service mark (the “Service Mark”) now registered in the United States Patent and Trademark Office: Head To Toe, The Comfort Store, Registration Number 2,109,476, registered on October 28, 1997; and

Whereas, NEW HTT GROUP, LLC, a Delaware limited liability company (“Assignee”), having offices and doing business at c/o AC Israel Enterprise, Inc., 707 Westchester Avenue, 4th Floor, White Plains, New York 10604, has agreed to acquire and assume and Assignor has agreed to contribute and assign the Service Mark pursuant to the Asset Purchase Agreement, dated as of the date hereof, by and among Assignor, Assignee and Healthcare Direct, Inc.;

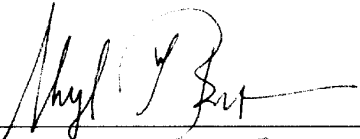
Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby contribute and assign unto Assignee all of its right, title and interest in and to the Service Mark, together with the goodwill of the business symbolized by the Service Mark, and the registrations thereof, free and clear of all liens, security interests, claims, mortgages, charges and other encumbrances, for the use of and on behalf of Assignee and its successors, assigns or other legal representatives.

Assignor agrees to execute such additional documents as may be necessary to perfect Assignee’s title to the Service Mark.

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IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed and delivered as of this 15th day of June, 1998.

HEAD TO TOE RETAIL INC.

By   
Name: STEPHEN L. BROTMAN  
Title: SECRETARY

State of New York                    )  
  ) ss.:  
County of New York                 )

On this 15th day of June, before me appeared Stephen L. Brotman, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation with authority to do so.

  
Notary Public

**WEN-HWEI CHU**  
NOTARY PUBLIC, State of New York  
No. 01CH5047972  
Qualified in New York County  
Commission Expires August 14, 1999