

08-05-1998



100784718 TRADEMARKS ONLY

MRD 7-29-98

FORM PTO-1594 1-31-92 IEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying Party(ies): FRED'S CORPORATION  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State Delaware  
 Other

2. Name and Address of receiving Party(ies):  
 Name: FRED'S CAPITAL MANAGEMENT COMPANY  
 Internal Address:  
 Street Address: 2500 West Fourth Street  
 City: Wilmington State: DE Zip: 19805  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State Delaware  
 Other

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

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other

Execution Date: Effective August 24, 1995

4. Application number(s) or registration number(s):  
 A. Trademark Application No(s)  
 B. Trademark Registration No(s)  
 972,584  
 1,524,903

Additional sheet attached?  Yes  No

5. Name and address of party to whom correspondence concerning this matter should be mailed:  
**Jacobson, Price, Holman & Stern**  
 400 7th Street, N.W.  
 Washington, DC 20004  
 Tel. 202-638-6666  
 Attorney Docket No. T-08109, T-10825

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 No.: 06-1358  
 (Attach duplicate copy of this page if paying by deposit account)

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.*

Simon L. Moskowitz Name of Person Signing  
*Simon L. Moskowitz* Signature  
*July 29, 1998* Date  
 Total number of pages comprising cover sheet: 4

08/03/1998 DNGUYEN 00000104 972584

01 FC:481  
02 FC:482

JPH&S 341-E92

40.00 DP  
25.00 DP

TRADEMARK  
REEL: 1762 FRAME: 0895

## **CONFIRMATORY TRADEMARK ASSIGNMENT**

THIS ASSIGNMENT is made by and between FRED'S CORPORATION, a Delaware corporation whose principal place of business is 2500 West Fourth Street, Wilmington, Delaware 19805 (hereinafter referred to as "Assignor"), and FRED'S CAPITAL MANAGEMENT COMPANY, a Delaware corporation, whose principal place of business is 2500 West Fourth Street, Wilmington, Delaware 19805 (hereinafter referred to as "Assignee").

WHEREAS, Fred's Corporation is the record owner, by prior assignment of the service marks and the federal registrations therefor, as listed in Schedule A attached hereto and made a part hereof (hereinafter referred to as the "ASSIGNED MARKS"); and

WHEREAS, on or about August 24, 1995, the Assignor did assign to the Assignee the ASSIGNED MARKS including the federal registrations therefor, and the goodwill of the business pertaining thereto, but no formal assignment document in a form recordable in the Patent and Trademark Office was executed; and

WHEREAS, the parties hereby desire to reconfirm the prior assignment of the ASSIGNED MARKS, the federal registrations therefor, and the goodwill of Assignor associated therewith, in order to record the change of the ownership in the Assignment Division of the Patent and Trademark Office and place formal title in the name of Assignee

NOW, THEREFORE, for good and valuable consideration, previously paid by Assignee to Assignor, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign, set over and transfer to said Assignee, nunc pro tunc, as of August 24, 1995, all right, title and interest in and to the ASSIGNED MARKS and the above-identified registrations therefor, together with the whole of the goodwill of the business symbolized by the ASSIGNED MARKS, the same to be held and enjoyed by the Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by the Assignor if this assignment and sale had not been made; together with all claims for damages by reason of past infringement of the ASSIGNED MARKS and with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns or other legal representatives.



**SCHEDULE A**

<b>MARK</b>	<b>REG. NO.</b>	<b>ISSUE DATE</b>
FRED'S YOUR KEY TO VALUE AND DESIGN	972,584	NOV. 6, 1973
FRED'S THE BIGGEST LITTLE DISCOUNT STORE IN AMERICA! AND DESIGN	1,524,903	FEB. 14, 1989
FRED'S DOLLAR STORES	736,162	AUG. 14, 1962