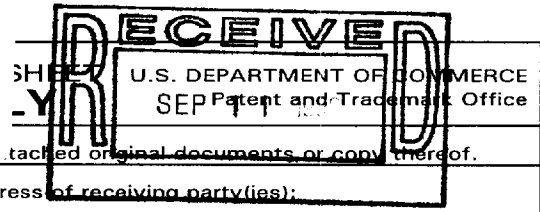


09-29-1998



100840825



To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof.

MD 9-11-98

1. Name of conveying party(ies):  
 Boot Royalty Company

( ) Individual  
 ( ) Association  
 ( ) General Partnership  
 ( ) Limited Partnership  
 (X) Corporation State: Delaware  
 ( ) Other

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

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

Execution Date: May 2, 1997

2. Name and Address of receiving party(ies):  
 Name: Boot Royalty Company, L.P.  
 Internal Address:  
 Street Address: 2821 West Seventh Street  
 City: Ft. Worth State: TX ZIP: 76107

( ) Individual(s) Citizenship:  
 ( ) Association:  
 ( ) General Partnership:  
 (X) Limited Partnership:  
 ( ) Corporation State:  
 ( ) Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: ( ) Yes (X) No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? ( ) Yes (X) No

4. Application number(s) or trademark number(s):  
 A. Trademark Application No.(s)

B. Trademark registration No.(s)  
 Registration No. 665,427

Additional numbers attached? ( ) Yes (X) No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Charles S. Cotropia  
 Internal Address:  
 Street Address: 717 N. Harwood  
 Suite 3400  
 City: Dallas State: Texas ZIP: 75201

6. Total number of applications and registrations involved:  
 7. Total fee (37 CFR 3.41).....\$40.00  
 (X) Enclosed  
 (X) Authorized to be charged to deposit account  
 Account Number 18-1260

8. Deposit account number: 18-1260  
 (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.*

Charles S. Cotropia  
 Name of Person Signing

Signature

September 11, 1998  
 Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Our Ref: 10368/8902 Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks  
 Box Assignment  
 Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK REEL: 1793 FRAME: 0069

09/29/1998 JUNITING 00000214 665427 01 FT:411

**CONFIRMATORY ASSIGNMENT  
OF TRADEMARK RIGHTS**

WHEREAS, Nocona Boot Co., Inc., a Texas corporation, having a business address at Post Office Box 599, Nocona, Texas 76255, was the owner of all right, title and interest in and to the trademark "NOCONA", as used on or in connection with leather boots and shoes, including, but not limited to, all right, title and interest in and to the following U.S. trademark registration and the goodwill of the business symbolized by the mark, as follows:

Trademark	Registration No.
NOCONA	665,427

WHEREAS, on December 31, 1991 Nocona Boot Co., Inc. as well as Justin Boot Company and Tony Lama Company, Inc. were merged with and into Footwear Management Company;

WHEREAS, all right, title and interest in and to the trademark "NOCONA" including the goodwill associated therewith and registrations thereon which were owned by Nocona Boot Co., Inc. became the property of Footwear Management Company, a Delaware corporation, having a business address at 2821 West Seventh Street, Fort Worth, Texas 76107, as a result of the merger;

WHEREAS, on January 14, 1992 Footwear Management Company assigned all right, title and interest in and to the trademark "NOCONA" including the goodwill associated therewith and registrations thereon for good and valuable consideration to Boot Royalty Company, a Delaware corporation, having a business address at 2821 West Seventh Street, Fort Worth, Texas 76107;

WHEREAS, on December 31, 1993 Boot Royalty Company assigned all right, title and interest in and to the trademark "NOCONA" including the goodwill associated therewith and registrations thereon for good and valuable consideration to Boot Royalty Company, L.P., a Delaware Limited Partnership, having a business address at 2821 West Seventh Street, Fort Worth, Texas 76107; and,

WHEREAS, Boot Royalty Company, L.P. desires Boot Royalty Company to confirm said assignment of all right, title and interest in and to the trademark "NOCONA" including the goodwill associated therewith and registrations thereon from Boot Royalty Company to Boot Royalty Company, L.P.

NOW THEREFORE, Boot Royalty Company confirms that effective December 31, 1993, it assigned all right, title and interest in and to the trademark "NOCONA" including the goodwill

associated therewith and registrations thereon, including Registration No. 665,427, to Boot Royalty Company, L.P.

In order to give full force and effect to the assignment confirmed hereby, Boot Royalty Company further agrees to promptly obtain and execute any necessary formal assignment documents to assign all right, title and interest in and to the trademark "NOCONA" including the goodwill associated therewith and registrations thereon, including Registration No. 665,427.

Signed at Fort Worth Texas U.S.A. this 2<sup>nd</sup> day of May, 1997.

BOOT ROYALTY COMPANY

By: James E. Green  
Title: President

ACCEPTED AND AGREED:

Signed at Fort Worth Texas U.S.A. this 2 day of May, 1997.

BOOT ROYALTY COMPANY, L.P.

By: Audrey Hunter  
Title: Controller, Footwear  
Investment Company,  
G.P.

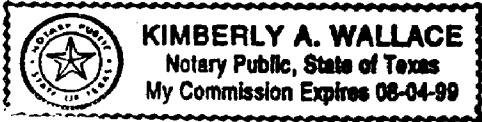
STATE OF TEXAS )  
TARRANT )  
COUNTY OF FORT WORTH kw )

ss:

Before me, the undersigned authority, a notary public in and for the State of Texas, U.S.A. on this day personally appeared James E. Green, President of Boot Royalty Company, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed same for the purposes therein expressed in the capacity therein stated and as an act and deed of such corporation.

Given under my hand and seal of office this 2<sup>nd</sup> day of May, 1997.

Kimberly A. Wallace  
Notary Public



My Commission Expires:

8-4-99

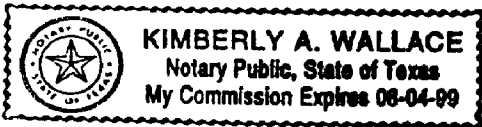
STATE OF TEXAS )  
COUNTY OF FORT WORTH )

ss:

Before me, the undersigned authority, a notary public in and for the State of Texas, U.S.A. on this day personally appeared Judy Hunter, Controller, Footwear Investment Co. G.P. of Boot Royalty Company, L.P., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed same for the purposes therein expressed in the capacity therein stated and as an act and deed of such corporation.

Given under my hand and seal of office this 2<sup>nd</sup> day of May, 1997.

Kimberly A. Wallace  
Notary Public



My Commission Expires:

8-4-99

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Honorable Commissioner of  
Patents and Trademarks  
May 21, 1997  
Page 2

Dear Sir:

Please file the following document regarding the above referenced registration:

1. Copy of Certified copy of Articles of Merger filed in the Office of the Secretary of State of Texas on December 20, 1991, evidencing the merger of Nocona Boot Company, Justin Boot Company and Tony Lama Company, Inc. into Footwear Management Company;
2. Copy of Certified copy of Certificate of Merger filed in the Office of the Secretary of State of Delaware on December 20, 1991, evidencing the merger of Nocona Boot Company, Justin Boot Company and Tony Lama Company, Inc. into Footwear Management Company;
3. Confirmatory Assignment of Trademark Rights from Footwear Management Company to Boot Royalty Company dated May 2, 1997; and
4. Confirmatory Assignment of Trademark Rights from Boot Royalty Company to Boot Royalty Company, L.P. dated May 2, 1997

Please record these documents. The address of the Merger Successor is as listed above.

Also enclosed is a check in the amount of \$160.00 to cover the recordal fee. If this check is unacceptable, insufficient, or is omitted, please charge the required fee to deposit account no. 18-1260. If the amount is in excess, please credit any overpayment to deposit account no. 18-1260.

Please return the document after recordal to the undersigned attorney at the Dallas address listed above.

Respectfully submitted,



Charles S. Cotropia  
Registration No. 27,189

CSC:ia

Enclosure

cc: Judy B. Hunter (w/encl.)  
Robbie B. McGee (w/encl.)