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11-09-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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Tab settings

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the attached original documents or copy thereof.

1. Name of conveying party(ies):

M&H Drugs, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 9/30/97

2. Name and address of receiving party(ies):

Name: Super D Drugs Acquisition Co.

Internal Address:

Street Address: 3017 N. Midland Drive

City: Pine Bluff State: AR ZIP: 71603

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

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

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1505317	1322678	895697
1139321	1139324	2109328
1139322	2099670	2105625

Additional numbers Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Valerie W. Johnson

Internal Address: Baker, Donelson, Bearman & Caldwell

Street Address: 165 Madison Avenue

20th Floor

City: Memphis State: TN ZIP: 38103

6. Total number of applications and registrations involved:.....

9

7. Total fee (37 CFR 3.41):.....\$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-1629

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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01 FC:401 40.00 DP
02 FC:402 200.00 DP

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.

Valerie W. Johnson

Name of Person Signing

Valerie W. Johnson

Signature

10/28/98

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

REEL: 1810 FRAME: 0579

ASSIGNMENT OF TRADEMARKS

WHEREAS, M & H Drugs, Inc., a Delaware corporation, having its principal offices at 4895 Outland Center Drive, Suite 101, Memphis, Tennessee 38118, ("Assignor") has adopted, used and is the owner of the trademarks now pending or registered in the United States Patent and Trademark Office as indicated in Exhibit A hereof;

WHEREAS, Assignor has adopted, used and is the owner of the Wisconsin state trademark registration as indicated in Exhibit B hereof;

WHEREAS, Super D Drugs Acquisition Co., a Delaware corporation, having its principal offices at 3017 N. Midland Drive, Pine Bluff, Arkansas 71603, is desirous of acquiring said registered trademarks and pending applications therefor;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, M & H Drugs, Inc. hereby assigns to Super D Drugs Acquisition Co. all right, title and interest in and to said trademarks together with the goodwill of the business symbolized by said trademarks, registrations thereof and pending applications therefor.

Dated: 9-30-97

M & H Drugs, Inc.

By: Jerry Trecco
Title: President

**EXHIBIT A
Federal Trademarks**

<i>Trademark</i>	<i>Registration/Serial No.</i>	<i>Date of Registration/Filing</i>
ELEPHANT DESIGN	1,505,317	9/20/88
IKE'S	1,322,678	2/26/85
PAYRITE	895,697	7/28/70
SUPER D	1,139,321	9/2/80
SUPER D	1,139,322	9/2/80
SUPER D DISCOUNT DRUGS (and Design)	1,139,324	9/2/80
SUPER D EXPRESS RX	74/395,278	5/25/93
SUPER D EXPRESS RX (DESIGN)	74/400,502	5/25/93
SUPER D EXPRESS RX (DESIGN)	74/400,501	5/25/93

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781007-001 09/29/97

RECORDED: 11/03/1998

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