MM) 10.22.98 11-23-1998

100905346

ND TRADEMARK OFFICE

Attorney Docket No. 1202T-200208

COVER SHEET FOR RECORDAL OF DOCUMENT (TRADEMARK)

Hon. Commissioner of Patents and Trademarks Washington, D.C. 20231

Sir:

Pursuant to 37 C.F.R. 3.31, enclosed herewith is a document for recordal in this case. The following information is provided:

(1) Name Of Party Conveying or Previously Holding The Interest:

La-Z-Boy Incorporated 1284 N. Telegraph Road Monroe, Michigan 48162

(2) Name And Address Of Party Receiving or Presently Holding The Interest:

LZB Properties, Inc. 1284 N. Telegraph Road Monroe, Michigan 48162

(3) Description Of The Transaction To Be Recorded:

| [X] Assignment | [] License | |
|--------------------|-------------|--|
| [] Change of Name | [] Other | |

(4) Application(s) and/or Trademark Registration(s) Against Which Enclosure Is To Be Recorded:

| | 1,371, filed March 4, 1996. |
|-------------------------|-----------------------------|
| Application being filed | concurrently herewith. |
|] Reg. Number | , registered |

(5) Name And Address Of The Party To Whom Correspondence Concerning The Request To Record Should Be Mailed:

Paul A. Keller, Esq. Harness, Dickey & Pierce, P.L.C. P.O. Box 828

11/23/1998 SBURNS 00000017 75976574nfield Hills, MI 48303

01 FC:481 40.00 OP

| (6) | Number Of Applications and/or Trademark Registrations Identified In The Cover Sheet And Total Recordal Fee: | | | | | | | |
|-----|---|--|--|--|--|--|--|--|
| | Number of Applications/Registrations: One (1) | | | | | | | |
| | Total Recordal Fee Enclosed: \$40.00 | | | | | | | |
| (7) | Date(s) The Document Was Executed: September 30, 1998 | | | | | | | |
| (8) | The Present Owner Of The Trademark Is Domiciled In The United States: | | | | | | | |
| | [X] Yes [] No | | | | | | | |
| | If "No", An Appointment of Domestic Representative: | | | | | | | |
| | [] Has already been filed.[] Is enclosed herewith.[] Is not required. (Change of Name only) | | | | | | | |
| | best of my knowledge and belief, the foregoing information is true and correct, and is not an original document, the undersigned verifies that it is a true copy of the | | | | | | | |
| • | some reason, Applicant(s) has/have not paid a sufficient fee, please charge our unt No. 08-0750 for any further fees which may be due. A duplicate copy of this enclosed. | | | | | | | |
| | Respectfully sub mitte d, | | | | | | | |
| | By: | | | | | | | |
| | Paul A. Keller Reg. No. 29,752 | | | | | | | |
| | Attorney for Applicant | | | | | | | |
| | /o/17/73 | | | | | | | |

Page 2 of 2

Date:____

ASSIGNMENT

ASSIGNMENT made this ______ day of _September ______, 1998, by and between

LA-Z-BOY INCORPORATED ("Assignor"), a Michigan corporation, having its principal place of

business at 1284 N. Telegraph Road, Monroe, Michigan 48162, and LZB PROPERTIES, INC.

("Assignee"), a Michigan corporation having its sole place of business at 1284 N. Telegraph

Road, Monroe, Michigan 48162.

WHEREAS, Assignor owns and is using the MISCELLANEOUS DESIGN trademark of

(three stylized chairs as shown in Schedule A) in the United States.

WHEREAS, Assignee is desirous of acquiring the Mark and all rights therein, including

the goodwill of the business associated therewith.

NOW, THEREFORE, in consideration of ten (10) dollars and other good and valuable

consideration, including the previously given shares of Common Stock of LZB PROPERTIES,

INC., the receipt and sufficiency of which is hereby acknowledged, Assignor hereby conveys,

transfers and assigns to Assignee all of its rights, title and interests in and to the Mark and

application identified therefor in Schedule A together with the goodwill of the business

symbolized thereby.

Assignor further assigns to Assignee all rights to sue for and receive all damages

occurring from past infringing uses of the Mark.

Assignor warrants that it has good and valid title to the Mark, including the application

therefor.

Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make

all rightful oaths, testify on behalf of Assignee and do all other lawful acts necessary to carry out

the intent of this Assignment at Assignee's expense and request, as well as provide such other

material, information or assistance as Assignee may consider necessary.

1

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all this is privity therewith.

Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, to issue any and all Certificates of Registration on said applications, and on any renewal applications therefore, to LZB PROPERTIES, INC. as Assignee of the entire interest. Assignor hereby covenants that it has full right to convey the entire interests herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

LA-Z-BOY INCORPORATED

By:

Gerald L. Kiser

Its President and Chief Operating Officer

BY:

State of Michigan

) ss.

F. H. Jackson

Its Executive Vice-President Finance

| County | of Mon | roe | ;) | | | | | | | | | | |
|--------|--------|-----|------------|-------|--------|----------|-------|----------|-------|-------|------|-----------|------------|
| | Gerald | L. | Kiser, | being | duly | sworn, | did | depose | and | say | this | 30 | day of |
| Septe | ember | | , | 1998, | that h | ne is an | offic | er of LA | -Z-BC | II YC | NCOF | RPORATED; | that he is |

authorized to execute this Assignment on behalf of said corporation; that he has read and signed the foregoing Assignment and knows and understands the contents thereof. Monroe County, Michigan My Commission Expires: 2-11-99 DIANE DONCOUSE Notary Public, Monroe County, MI My Commission Expires Feb. 11, 1999 State of Michigan) ss. County of Monroe F. H. Jackson, being duly sworn, did depose and say this ____30 day of September _____, 1998, that he is an officer of LA-Z-BOY INCORPORATED; that he is authorized to execute this Assignment on behalf of said corporation; that he has read and signed the foregoing Assignment and knows and understands the contents thereof.

> Notary Public Monroe County, Michigan

My Commission Expires: 2-11-99

DIANE DONCOUSE Notary Public, Monroe County, MI My Commission Expires Feb. 11, 1999

SCHEDULE A

U.S. PENDING TRADEMARK APPLICATION

| Mark | Serial No. | Application Date |
|--|------------|------------------|
| MISCELLANEOUS DESIGN (three stylized chairs) | 75/071,371 | March 4, 1996 |

RECORDED: 10/22/1998