

11/23/98 REC

12-01-1998

HEET

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



Tab settings

To the Honorable Commissioner of Patents

100910292

attached original documents or copy thereof.

1. Name of conveying party(ies):  
Value City Department Stores, Inc.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: Value City of Michigan, Inc.

Internal Address: \_\_\_\_\_

Street Address: 36901 Warren Road

City: Westland State: MI ZIP: 48185

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Michigan  
 Other \_\_\_\_\_

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: November 17, 1998

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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)  
75/314,942

Additional numbers attached?  Yes  No

B. Trademark Registration No.(s)

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

Name: Donald F. Frei

Internal Address: Wood, Herron & Evans, L.L.P.

Street Address: 2700 Carew Tower

City: Cincinnati State: OH ZIP: 45202

11/30/1998 DNGUYEN 00000206 75314942

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

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

01 FC:481                      40.00 DP                      DO NOT USE THIS SPACE                      E

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.*

Donald F. Frei                                            Nov-18, 1998  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 3

ASSIGNMENT  
(Trademarks)

THIS ASSIGNMENT is made effective the 1<sup>st</sup> day of September, 1997.

WHEREAS, Value City Department Stores, Inc., a corporation organized and existing under the laws of the State of Ohio, having a place of business at 3241 Westerville Road, Columbus, Ohio 43224 (hereinafter referred to as the "ASSIGNOR"), has adopted and is using in the United States the mark "PARADE OF CLOWNS" (hereinafter the "Mark"), said Mark being the subject of U.S. Application Serial No. 75/314,942 filed by ASSIGNOR;

WHEREAS, Value City of Michigan, Inc., a corporation organized and existing under the laws of the State of Michigan, having a place of business at 36901 Warren Road, Westland, Michigan 48185 (hereinafter referred to as the "ASSIGNEE"), desires to acquire said Mark and goodwill associated with said Mark and any and all pending applications therefor and registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the said ASSIGNOR does hereby assign and transfer to the said ASSIGNEE the entire right, title, and interest in and to said Mark, together with the goodwill of the business symbolized by the Mark and the registrations thereof and pending applications therefor, including Application Serial No. 75/314,942, and all other rights which ASSIGNOR has enjoyed thereunder in the United States, including any and all rights of recovery based on past infringement of said Mark and/or registrations, the same to be held and enjoyed by the ASSIGNEE, its successors and assigns, to the full end of the term for which the aforesaid Mark is registered and any renewals of the term thereof;

FOR THE SAME CONSIDERATION, the said ASSIGNOR also hereby covenants and agrees to and with the said ASSIGNEE, its successors, legal representatives and assigns, that, at the time of execution and delivery of these presents, the said ASSIGNOR is the sole and lawful owner of the entire right, title and interest in and to the aforesaid application and believes it is the sole and lawful owner of the entire right, title and interest to said Mark and said goodwill associated therewith and that the

same are unencumbered and that the said ASSIGNOR has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

AND for the same consideration, the said ASSIGNOR hereby covenants and agrees to and with the said ASSIGNEE, its successors, legal representatives and assigns, that the said ASSIGNOR will, whenever counsel of the said ASSIGNEE, or the counsel of its successors, legal representatives and assigns, shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificates, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts necessary or desirable to be done for the procurement, maintenance, enforcement and defense of said Mark without charge to the said ASSIGNEE, its successors, legal representatives and assigns.

Signed at Columbus, in the County of Franklin, State of Ohio, this 17~~th~~ day of November 1998.

By: Robert M. Wysinski

Name: Robert M. Wysinski

Title: Senior Vice President and  
Chief Financial Officer