

11-27-1998

FORM PCT-1618A
Expires 6/30/99
OMB 0651-0027



100906914

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

MKD
11-20-98

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/County

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

11/27/1998 JSUBA77 00000053 75125558

01 FC:481
02 FC:482

40.00 OP
1475.00 OP

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1821 FRAME: 0515

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number **6175415070**

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)		
<input type="text" value="75125558"/>	<input type="text" value="75334552"/>	<input type="text"/>
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Registration Number(s)		
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<input type="text" value="1764611"/>	<input type="text" value="2019543"/>	<input type="text" value="1757671"/>
<input type="text" value="1834700"/>	<input type="text" value="1683862"/>	<input type="text" value="1947333"/>

Number of Properties Enter the total number of properties involved. #**60**

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$
Method of Payment: Enclosed Deposit Account
Deposit Account
(enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #**23-1925**
Authorization to charge additional fees: Yes No

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. Charges to deposition account are authorized, as indicated herein.

David S. Fleming


Signature

Nov. 17, 1998
Date Signed

Name of Person Signing

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

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Enter Additional Receiving Party

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DBA/AKA/TA

Composed of

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City

State/Country

Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship State of Incorporation/Organization

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Trademark Application Number(s)

Registration Number(s)

1653753

1840631

2057756

1413448

2058322

1964715

1550264

1981238

1706913

1973376

1947361

1708307

1428521

1423966

1727771

1435669

1044937

50962

567056

1981495

1819043

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Registration Number(s)

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1667680	1674334	1654401
1651538	834375	1643688
1477856	2043850	1681274
1652479	1676382	1653137
663504	2001747	2014371
1947362	1899924	1370235
1980268	2120527	1867687

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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Registration Number(s)

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<input type="text"/>	<input type="text"/>	<input type="text"/>

Mark	Application/Registration Number
H.H. BROWN AUTO TECH 1000 and Design	1,674,334
HENRY H. BROWN (Stylized)	1,654,401
HERITAGE WEST (Stylized)	1,651,538
HH and Design	834,375
HH DOUBLE-H BOOTS and Design	1,643,688
H-H-B (Stylized)	1,477,856
HHB (Stylized)	2,043,850
H-H-B 12MPRO and Design	1,681,274
H-H-BROWN and Design	1,652,479
H-H-BROWN SCUBALINED and Design	1,676,382
HIGH MOUNTAIN CLASSICS and Design	75/334,552
HIGH MOUNTAIN CLASSICS BY WATERMOCS and Design	1,653,137
MATTERHORN	663,504
POLARMOC	2,001,747
REAL STEEL	2,014,371
ROADMOCS	1,947,362
ROCKMOC	1,899,924
SONORA (LOUD)	1,370,235
STORMPROOF	1,980,268
STRATUM3	2,120,527
SUPER TRAC	1,867,687
THE WORK GROUP	2,099,524
TURBO VENT	1,673,876
W WORKTOUGH and Design	2,010,960
WATERMOCS	1,425,828
WORK TOUGH	1,648,223
WORLD PROOF	1,944,429

U.S. Federal Trademarks

Mark	Application/Registration Number
4 COMFORT	1,818,506
4 COMFORT TECH SYSTEM and Design	1,822,837
4X4	2,030,373
AEROBED	1,764,611
AERO-GLIDE SYSTEM 7	2,019,543
AERO-RIDE SYSTEM	1,757,671
AQUAMOC	1,834,700
AUTO TECH 1000	1,653,138
AUTO TECH 1000 and Design	1,683,862
BORN (Stylized)	1,947,333
BROWN'S LANDING FINE HANDMADE CLASSICS and Design	1,653,753
BRUTALLY STRONG	1,840,631
CAROLINA and Design	2,057,756
CAROLINA and Design	1,413,448
CAROLINA COMFORT	2,058,322
CAROLINA GOLD	1,964,715
CORCORAN	1,550,264
CORCORAN	1,981,238
CORCORAN FORCE	1,706,913
CORCORAN MACH	1,973,376
CORCORAN MARAUDER	1,947,361
Design Only	1,708,307
Design Only	1,428,521
Design Only (RED BIRD)	1,423,966
DOUBLE-H HH and Design	1,727,771
DUCK FEET	1,435,669
FLEX-WELT	75/125,558
GORILLA	1,044,937
GORILLA (Stylized)	50,962
GORILLA SHOE and Design	567,056
H and Design	1,981,495
H H COVE and Design	1,819,043
H.H. BRWON	1,667,680

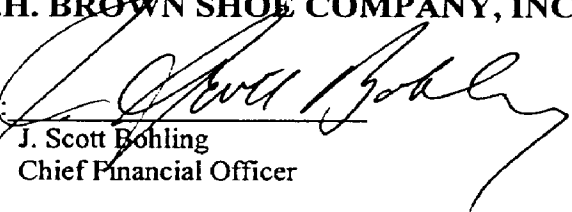
EXHIBIT B
FEDERAL TRADEMARK ASSIGNMENT

WHEREAS, H. H. BROWN SHOE COMPANY, INC., a corporation organized and existing under the laws of Delaware ("HH Brown"), is the owner of the United States trademarks and applications/registrations shown on the attached list, and included among the applications are applications based on *bona fide* intent to use the trademarks in commerce; and

WHEREAS, COLUMBIA INSURANCE COMPANY, a corporation organized and existing under the laws of Nebraska ("Columbia"), desires to acquire said United States trademarks and the applications/registrations therefor, and is the successor to that portion of HH Brown's business as to which the trademarks covered by intent-to-use applications pertain and that business is ongoing and existing;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, HH Brown does hereby sell, assign, set over and transfer to Columbia the entire right, title and interest in and to each of said United States trademarks, together with the goodwill of the business associated therewith and the applications/registrations therefor, effective June 27, 1998.


H.H. BROWN SHOE COMPANY, INC.

By: 
J. Scott Bohling
Chief Financial Officer

STATE OF CONNECTICUT)
) ss.
COUNTY OF FAIRFIELD)

On this 23RD day of June, 1998, before me, a Notary Public in and for the County aforesaid, personally appeared J. Scott Bohling, personally known to me and known to me to be the person whose name is subscribed to the foregoing instrument, who stated that he was the Chief Financial Officer of H.H. BROWN SHOE COMPANY, INC., and that he had been duly authorized by the Board of Directors of said corporation to execute the foregoing instrument under said authority.

ROBERT PRACH
NOTARY PUBLIC
My Commission Expires 12/31/2002


Notary Public
12-31-2002
My Commission Expires