

12-14-1998



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MPO
11-30-98

To the Honorable Commissioner of Patents and Trademarks: Please rec

1. Name of conveying party(ies):
Baylis Brothers Inc.

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

2. Name and address of receiving party(ies)

Name: The TJX Companies, Inc.

Internal Address: _____

Street Address: 770 Cochituate Road

City: Framingham State: MA ZIP: 01701

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

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

Execution Date: November 20, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,964,505; 1,962,304; 1,998,560; 1,472,362;
1,990,893; 1,743,262; 1,362,025; 861,403

Additional numbers attached? Yes No

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

Name: W. Hugo Liepmann, Esq.

Internal Address: Lahive & Cockfield, LLP

Street Address: 28 State Street

City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41).....\$ \$215.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
12-0080

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.

W. Hugo Liepmann
Name of Person Signing

[Signature]
Signature

Total number of pages including cover sheet, attachments, and document: 4

November 30, 1998
Date

12/09/1998 JWH/TKINS 000000014 1964505
01 FC:481
02 FC:482

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

ASSIGNMENT

WHEREAS, Baylis Brothers Inc., a corporation of the State of Delaware in the United States of America and having a place of business at 16 East 34th Street, New York, New York 10016, U.S.A., hereinafter referred to as Assignor, has adopted and owns the following marks and the following U.S. Trademark Registrations for such marks:

<u>MARK</u>	<u>REG. NO.</u>	<u>MARK</u>	<u>REG. NO.</u>
HARRY & ME	1,964,505	HEIRLOOMS BY POLLY FLINDERS	1,990,893
MAGGIE & ZOE	1,962,304	PAUL E. FLINDERS	1,743,262
POLLY & FRIENDS	1,998,560	POLLY FLINDERS	861,403
POLLY'S SPORT	1,472,362	POLLY'S STUFF	1,362,025

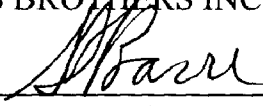
which marks together with said Registrations are hereinafter referred to as the Assigned Marks;
and

WHEREAS, The TJX Companies, Inc., a corporation of the State of Delaware in the United States of America and having a place of business at 770 Cochituate Road, Framingham, Massachusetts 01701, U.S.A., hereinafter referred to as Assignee, is desirous of acquiring the Assigned Marks, together with the good will of the business with which the Assigned Marks are used and which is symbolized by the Assigned Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the Assignor acknowledges, the Assignor, by these presents, sells, transfers, conveys, and assigns unto the Assignee, the entire right, title, and interest in and to the Assigned Marks, together with the right to recover for past infringement of the Assigned Marks, and with the good will of the business in connection with which the Assigned Marks is used and which is symbolized by the Assigned Marks.

BAYLIS BROTHERS INC.

Date: November 20, 1998

By: 
 Typed Name: Steven C Parce
 Title: Assistant Secretary

State of New Jersey :
: SS

County of Middlesex :

Subscribed and sworn to before me this 30th day of November,
1998.

Kimberly D Maguire
Notary Public

My commission expires Notary Public State of New Jersey
ID No. 21797
Qualified in County of Monmouth
Commission Expires June 30, 2000

(SEAL)