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FORM PTO-1594 (Rev. 8-93) OMB No. 0651-0011 (exp. 4/94)

RECORDED TI

02-10-1999

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings



To the Honorable Commissioner of Patents a

100963270

original documents or copy thereof.

1. Name of conveying party(ies):

Genesco Inc.

MKD 2-3-99

- Individual(s), General Partnership, Corporation-State Tennessee, Other

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

3. Nature of conveyance:

22

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

Execution Date: 7/14/98

2. Name and address of receiving party(ies)

Name: Texas Boot, Inc.

Internal Address:

Street Address: 127 E. Forrest Avenue

City: Lebanon State: TN ZIP: 37087

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s)

TM

See Schedule I attached hereto

B. Trademark Registration No.(s)

- 1,852,775 971,920 1,861,982 1,644,686

Additional numbers attached? Yes No

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

Name: Michael L. Perry, LA

Internal Address:

Paul, Hastings, Janofsky & Walker

Suite 2000

Street Address:

600 Peachtree Street NE

City: Atlanta State: GA ZIP: 30308

02/09/1999 BNGUYEN 00000074-1852775

6. Total number of applications and registrations involved:

19

7. Total fee (37 CFR 3.41).....\$ 490.00

- 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 02 FC:482 450.00 DP

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.

Michael L. Perry Name of Person Signing

Signature

1/22/99 Date

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

10

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK REEL: 1852 FRAME: 0610



SCHEDULE I

**TRADEMARK REGISTRATION NUMBERS**

1,751,334  
1,769,020  
1,495,199  
1,654,968  
1,872,558  
2,056,330  
1,668,594  
1,389,154  
1,251,177  
1,902,190  
1,886,114  
1,893,645  
1,772,052  
2,043,798  
1,376,028

## ASSIGNMENT OF U.S. TRADEMARKS

**WHEREAS**, Genesco Inc., a Tennessee corporation having an address of Genesco Park, 1415 Murfreesboro Road, Nashville, Tennessee 37217 (hereinafter "Assignor") or its predecessor(s) in interest have adopted and used certain trademarks, including certain trademarks/service marks which have been registered, or for which applications for registration have been filed, in the applicable government offices, as listed on Schedule "A" attached hereto, for use in connection with the goods/services indicated in said registrations or applications therefor (collectively, the "Marks");

**WHEREAS**, Texas Boot, Inc., a Delaware corporation having an address of 127 East Forrest Drive, Lebanon, Tennessee 37087 (hereinafter "Assignee") is desirous of acquiring all rights, title and interest in and to said Marks; and

**WHEREAS**, pursuant to that certain Asset Purchase Agreement dated June 12, 1998 by and between Assignor and Assignee, Assignor has agreed to transfer to Assignee all rights, title and interest of Assignor in and to said Marks.

**NOW, THEREFORE**, in consideration of the foregoing premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and convey to Assignee, its successors, assigns or other legal representatives, all Assignor's rights, title and interest in and to, and to the use of, the above-identified Marks, together with the goodwill of the business symbolized by the Marks, all registrations thereof and applications therefor, and the right to recover damages for past acts of infringement of said Marks.

Assignor hereby consents to and requests recordation of this transfer and further authorizes and requests that all official documents and communications relating to said Marks or the registration(s) and/or application(s) therefor issue and deliver to Assignee, its attorneys, agents, successors or assigns.

Assignor hereby agrees at Assignee's request to use reasonable efforts to execute in Assignee's favor any and all additional papers which may be necessary for the transfer, by complete assignment, of all Assignor's proprietary rights in and to the above-identified Marks and all registrations thereof or applications therefor.

IN WITNESS WHEREOF, Assignor has caused this document to be duly and legally executed as of this 14th day of July, 1998, effective as of 11:59 P.M. Central time on such day.

GENESCO INC. \_\_\_\_\_

By: James S. Gulmi

Name: JAMES S. Gulmi

Its: SVP

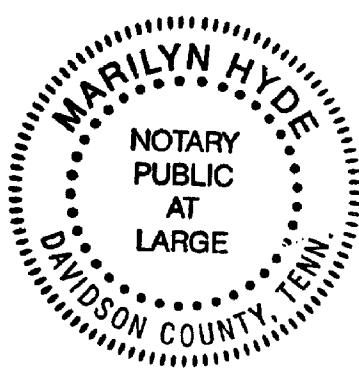
STATE OF Tennessee  
COUNTY OF Davidson

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared James S. Gulmi with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the Sr. V.P. of Genesco Inc. (the "Assignor"), the within-named bargainer, a corporation, and that he as such Sr. Vice Pres, being duly authorized so to do, executed the foregoing Assignment of U.S. Trademarks for the purposes therein contained, by signing the name of the corporation by himself as such Sr. Vice Pres.

WITNESS my hand and seal at office, on this the 14 day of July, 1998.

Marilyn Hyde  
Notary Public

My Commission Expires: 1-27-2001



My Commission Expires JAN 27, 2001



**SCHEDULE "A"**

✓ MK BOOT EZE  
CTY United States  
GD Shoe care products, namely cleaners and polishes for shoes and boots (Class 3) and insoles (Class 25)  
CL 3 & 25  
SN 74-160,499  
RN 1,852,775  
RD 06 SEP 94  
REN 06 SEP 04

✓ MK BOOT FACTORY  
CTY United States  
GD Wearing apparel, namely t-shirts and socks  
CL 25  
SN 74-467,555  
RN 1,861,982  
RD 08 NOV 94  
REN 08 NOV 04

✓ MK BOOT FACTORY  
CTY United States  
GD Retail Store services specializing in Western style leather boots  
CL 42 (U.S. 101)  
RN 1,644,686  
RD 14 MAY 91  
REN 14 MAY 01

✓ MK CEDAR CREST  
CTY United States  
GD Shoes and boots  
CL 25  
RN 971,920  
RD 30 OCT 73  
REN 30 OCT 03

MK CIMARRON

CTY United States  
GD Boots and Shoes  
CL 25  
SN 73,800,117  
RN 1,751,334  
RD 09 FEB 93  
REN 09 FEB 03

MK CODE WEST  
CTY United States  
GD Retail Store Services in the field of Apparel and footwear  
CL 42  
SN 74-315,798  
RN 1,769,020  
RD 04 MAY 93  
REN 04 MAY 03

MK CODE WEST  
CTY United States  
GD Shoes & Boots  
CL 25  
RN 1,495,199  
RD 05 JUL 88  
REN 05 JUL 08

MK CODE WEST  
CTY United States  
GD Sportswear, namely jackets & shirts  
CL 25  
SN 74-108,162  
RN 1,654,968  
RD 27 AUG 91  
REN 27 AUG 01

MK CODE WEST & DESIGN  
CTY United States  
GD Footwear & clothing, mainly shoes, boots, shirts and jackets  
CL 25  
SN 74-427,110  
RN 1,872,558  
RD 10 JAN 95  
FU 00 UNK 88  
REN 10 JAN 05

MK COWBOY LOGO DESIGN  
CTY United States  
GD Shoes, boots and footwear  
CL 25  
SN 75-021,830  
RN 2,056,330  
RD 22 APR 97  
REN 22 APR 07

MK FLYING COWBOY DESIGN  
CTY United States  
GD Shoes & Boots  
CL 25  
SN 74-142,216  
RN 1,668,594  
RD 17 DEC 91  
REN 17 DEC 01

MK 421  
CTY United States  
GD Western Boots  
CL 25  
RN 1,389,154  
RD 08 APR 86  
REN 08 APR 06

✓  
MK LAREDO & Design  
CTY United States  
GD Men's boots  
CL 25  
RN 1,251,177  
RD 13 SEP 83  
REN 13 SEP 03

MK LAREDO & DESIGN (CACTUS)  
CTY United States  
GD Belts  
CL 25  
SN 74/358614  
RN 1,902,190  
RD 27 JUN 95  
REN 27 JUNE 05

✓  
MK LAREDO & DESIGN  
CTY United States  
GD Apparel and footwear  
CL 25  
SN 74/363,806  
RN 1,886,114  
RD 28 MAR 95  
REN 28 MAR 05

✓  
MK LAREDO  
CTY United States  
GD Belts  
CL 25  
SN 74/358,612  
RN 1,893,645  
RD 09 MAY 95  
REN 09 MAY 05



MK LAREDO RACER LACERS  
CTY United States  
GD Footwear, namely, shoes and boots  
CL 25  
SN 74-126,824  
RN 1,772,052  
RD 06 OCT 92  
REN 06 OCT 02

MK PERFORMAIR  
CTY United States  
GD Shoes and boots  
CL 25  
SN 75-105,538  
RN 2,043,798  
RD 11 MAR 97  
REN 11 MAR 07

MK TOUGH RIDERS  
CTY United States  
GD Western Boots  
CL 25  
RN 1,376,028  
RD 17 DEC 85  
REN 17 DEC 05

MK BOOT FACTORY  
STATE Tennessee  
GD Retail store services in connection with shoes, boots and footwear  
CL 101  
RN 00  
RD 05 JAN 90  
REN 05 JAN 00

MK CIMARRON  
STATE Tennessee  
GD Clothing  
CL 39  
RN None  
RD 16 JUN 89  
REN 16 JUN 99