

02-24-1999

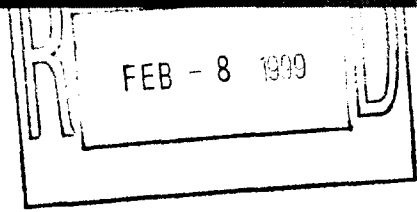
TRADEMARKS ONLY



To
Please

100970147

nts and Trademarks:
ument or copy thereof.



Name: Dayton Hudson Corporation
Internal Address: c/o Kristina A. Kemp, CC-28B
Street Address: 33 South Sixth Street
City: Minneapolis
State: MN
Zip: 55402

Dayton Hudson Corporation
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State Minnesota
 Other _____
 Citizenship _____

Merona Industries, Inc.

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

If not domiciled in the United States, a domestic representative designation is attached:

Yes
 No

(The attached document must not be an assessment)

3. INTEREST CONVEYED:

Assignment Change of Name
 Security Agreement Merger
 Other _____

2-8-99

4. APPLICATION NUMBER(S) OR REGISTRATION NUMBER(S), ADDITIONAL SHEET ATTACHED: YES NO

A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,771,523
1,907,285
2,099,493
2,150,687
1,382,441
1,636,966
1,727,283

5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT

Name: Dayton Hudson Corporation
Internal Address: C/o Kristina A. Kemp, CC-28B
Street Address: 33 South Sixth Street
City: Minneapolis
State: MN
Zip: 55402

6. NUMBER OF APPLICATIONS AND REGISTRATIONS INVOLVED:

1

7. AMOUNT OF FEE ENCLOSED OR AUTHORIZED TO BE CHARGED:

Applicable service fee charged to deposit account.

8. DEPOSIT ACCOUNT NUMBER (ATTACH DUPLICATE COPY OF THIS FORM IF PAYING BY DEPOSIT ACCOUNT):

20-0089

02/22/1999 JSHABAZZ 00000181 200089 1771523

DO NOT USE THIS SPACE

190E

01 FC:481 40.00 CH
02 FC:482 150.00 CH

9. DATE OF EXECUTION OF ATTACHED DOCUMENTS

January 4, 1999

10. I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA THAT THE FOREGOING IS TRUE AND CORRECT. EXECUTED ON:

February 3, 1999

Date

Kristina A. Kemp
Signature

Kristina A. Kemp
Name of Person Signing

ASSIGNMENT

THIS AGREEMENT is effective as of the 1st day of February 1999 and is entered into by and between Merona Industries, Inc., a corporation existing under the laws of the State of Delaware ("Merona") and Target Stores, a division of Dayton Hudson, ("Target") a corporation existing under the laws of the State of Minnesota.

WHEREAS Merona having a business address of 222 Piedmont Ave., N. E., Atlanta, GA 30308 has adopted, used and is using the marks listed below;

WHEREAS Target, having a business address of 33 South Sixth Street, Minneapolis, Minnesota 55440 is desirous of acquiring said marks;

NOW THEREFORE in consideration of the sum of one dollar (\$1.00) and other lawful consideration, the receipt of which is hereby acknowledged by the parties, Merona does hereby agree to the following:

Merona does hereby sell, assign and transfer to Target, Merona's entire right, title and interest in and to the following marks and registrations in all its forms and for all uses:

<u>Trademark</u>	<u>Class</u>	<u>U.S. Registration Number</u>
Merona®	024	1771523
Merona®	014	1907285
Merona®	018	2099493
Merona®	014	2150687
Merona®	025	1382441
Merona®	025	1636966
Merona®	009	1727283

This assignment of rights includes all associated artwork and label designs, together with the good will of the business associated therewith, and any and all past, present and future claims, demands and caused of action based thereon related to or associated with the above list of trademarks.

IN WITNESS WHEREOF, Merona has executed this Agreement on and as of the date first written.

Merona Industries, Inc.
By: David K. Jim
Title: President

State of Georgia }
County of Fulton }

On this 4th day of January, 1999, before me appeared David K. Ginn, the person who signed this instrument, who acknowledged that he signed it as a free act on the behalf of Merona Industries, Inc. and has the authority to execute such document.

Notary Public *Sandra Helman Jones*
My Commission Expires:

**Notary Public,
Gwinnett County, Georgia
My Commission Expires
May 19, 2002**

(Seal)