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original documents or copy thereof.

1. Name of conveying party(ies):

Hills Department Store Company

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

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

3. Nature of conveyance:

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

Execution Date: March 4, 1999

2. Name and address of receiving party(ies)

All-Clad Metalcrafters, LLC  
Name: \_\_\_\_\_

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

Street Address: 424 Morganza Road  
Canonsburg Pa 15317  
City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

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

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)

B. Trademark Registration No.(s)

2,073,725

Additional numbers attached?  Yes  No

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

Name: A. Yates Dowell, III

Internal Address: Suite 309

Street Address: 1215 Jefferson Davis Hwy.

City: Arlington State: Va. ZIP: 22202

05/06/1999 DNGUYEN 00000241 2073725

6. Total number of applications and registrations involved: \_\_\_\_\_

1

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

Enclosed T-104 Check no. 2440

Authorized to be charged to deposit account

8. Deposit account number:

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

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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.

A. Yates Dowell, III  
Name of Person Signing

[Signature]  
Signature

May 4, 1999  
Date

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

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**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

**ASSIGNMENT**

WHEREAS, Hills Department Store Company, a Delaware Corporation, is the owner of all right, title and interest in and to U.S. Trademark Registration No. 2,073,725, issued on June 24, 1997 in the United States Patent and Trademark Office for the trademark "MASTERCHEF".

WHEREAS, All-Clad Metalcrafters, LLC, a Delaware Limited Liability Company, having its principal place of business at 424 Morganza Road, Canonsburg, Pennsylvania 15317, is desirous of acquiring said intellectual property;

NOW, THEREFORE, in consideration of the sum of Two Thousand Three Hundred Sixty Dollars (\$2,360.00) and other good and valuable consideration, Hills Department Store Company, hereby assigns to All-Clad Metalcrafters, LLC, all right, title and interest in the United States, in and to said intellectual property, together with all of the good will of the business symbolized by said intellectual property and the federal registration thereof.

IN WITNESS WHEREOF, Assignor, intending to be legally bound, has caused this instrument to be executed on its behalf by a duly authorized officer this 4<sup>th</sup> day of March, 1999.

HILLS DEPARTMENT STORE COMPANY  
a Delaware Corporation

By: Dorene E. Robotti  
Dorene E. Robotti,

STATE OF CONNECTICUT :  
COUNTY OF HARTFORD : SS Rocky Hill

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of March  
DATE

by Dorene E. Robotti, Assistant Secretary of Hills Department Store Company, a  
TITLE

Delaware Corporation, on behalf of the Corporation.

Michelle H. Smalls  
Notary Public

My commission expires: 10/31/2003