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FORM PTO-1594 CORRECTED (Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)



FRONT SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof MAR 12 1997

1. Name of conveying party(ies): Schottenstein Stores Corporation

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

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

3. Nature of conveyance:

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

Execution Date: February 16, 1996

2. Name and address of receiving party: Englander Licensing Limited Liability Company

Internal Address, Street Address: 1800 Moler Road, City: Columbus State: OH ZIP: 43207

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

SEE ATTACHED LIST -- five (5) pages

Additional numbers attached? Yes No

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

Name: Donald F. Frei, Esq.

Internal Address: Wood, Herron & Evans 2700 Carew Tower

Street Address: 441 Vine Street

City: Cincinnati State: OH ZIP: 45202

6. Total number of applications and registrations involved: 86

7. Total fee (37 CFR 3.41): \$2,165.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Donald F. Frei Name of Person Signing

Signature

420 WM 03/24/97 44E110 0 481 482 June 1, 1999

Total number of pages including cover sheet, attachments, and document: 12

<u>Registration No.</u>	<u>Mark</u>	<u>Issue Date</u>
88,345	RED CROSS & Design	September 10, 1912
245,632	DUO-FLEX	August 21, 1928
257,599	FEATHEREST	June 11, 1929
261,690	MAYFAIR	September 24, 1929
301,220	VICEROY	February 21, 1933
307,703	AIRWAY	October 31, 1933
330,253	DUO-DIVAN	November 26, 1935
330,254	SLEEPLINE Design	November 26, 1935
367,882	POSTURE BUILDER Design	May 30, 1939
370,614	POSTURE AID Design	August 29, 1939
374,725	DREAM KING	January 23, 1940
385,684	BODY-GUARD	March 11, 1941
512,537	BODYFORM	July 19, 1949
512,538	RED LINE Design	July 19, 1949
512,539	RED-LINE	July 19, 1949
517,227	PROPEREST	November 1, 1949
519,220	ENGLANDER	December 27, 1949
542,769	DREAMCUSHION	May 22, 1951
546,658	THE KINGS' REST	August 14, 1951
559,803	PROPER-POISE	June 10, 1952

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565,117	FLAIR Design	October 7, 1952
568,338	ARISTO-FOAM	December 23, 1952
578,073	BODY BEAUTIFUL	July 28, 1953
581,159	THE DUROBILT	October 20, 1953
584,267	THE ARISTOCRAT	January 5, 1954
619,497	ENGLANDER BABEE GRAND Design	January 17, 1956
622,270	ENGLANDER TRUNDLBUNK	February 28, 1956
624,049	BED 'N SOFA BY ENGLANDER	March 27, 1956
626,957	SLEEPSTAKES	May 15, 1956
645,110	BACK MAGIC	May 7, 1957
663,808	TENSION EASE	July 1, 1958
794,051	COMFORT SEAL	August 10, 1965
803,880	COMFO-FOAM	February 15, 1966
804,263	BODI-GARD	February 22, 1966
821,614	VELVET TOUCH	January 3, 1967
830,403	ULTRA COMFORT	June 13, 1967
834,332	SLEEP-MATE	August 29, 1967
849,812	NIGHT WATCH	May 28, 1968
869,395	SPACEMAKER	May 13, 1969
885,465	SOUTHERN CROSS & Design	February 3, 1970

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892,023	TOWN-HOUSE	June 2, 1970
893,719	DREAMER	June 30, 1970
918,916 (abandoned)	V.I.P. and Design	August 24, 1971
944,681	ROYAL BELLE	October 10, 1972
947,911	LIFE STYLE	November 28, 1972
949,805	CHANTILLY	January 2, 1973
958,981	THE AMERICAN WAY	May 15, 1973
962,755	LADY ENGLANDER	July 3, 1973
971,322	COMFORT-KNIT	October 23, 1973
971,324	CUSHION-KNIT	October 23, 1973
1,040,940	POSTURE SUPREME	June 8, 1976
1,047,708 (abandoned)	POSTURE LINE	September 7, 1976
1,082,557	POSTURE SUPPORT	January 17, 1978
1,104,777	TONIGHT ENGLANDER Design	October 24, 1978
1,105,636	TORSION GRID	November 7, 1978
1,112,303	TARA HALL	January 30, 1979
1,137,909	ENGLANDER T.L.C.	July 15, 1980
1,156,407	ALTERNATIVA VIP	June 2, 1981
1,160,035	EVEREST	July 7, 1981
1,171,301	SANCTUARY I	September 29, 1981
1,536,399	VERSAILLES	April 25, 1989
1,551,961	ULTRA COMFORT	August 15, 1989

<u>Registration No.</u>	<u>Mark</u>	<u>Issue Date</u>
1,559,030	ESSEX	October 3, 1989
1,567,172	REGAL BODYGUARD	November 21, 1989
1,575,028	LADY ENGLANDER PRINCESS	January 2, 1990
1,613,873	SUPREME	September 18, 1990
1,630,881	SPORTS MATTRESS	January 8, 1991
1,706,817	COUNTRY TRADITION	August 11, 1992
1,715,811	COUNTRY SLEEPMATE	September 15, 1992
1,743,184	COUNTRY COMFORT	December 29, 1992
1,743,185	COUNTRY DREAMER	December 29, 1992
1,743,186	COUNTRY BELLE	December 29, 1992
1,743,187	COUNTRY FAIR	December 29, 1992
1,768,684	BODY-TUNED	May 4, 1993
1,773,002	WITH LOVE FROM ENGLANDER	May 25, 1993
1,808,490	TENSION FLEX	November 30, 1993
1,816,415	IMPERIAL SUPREME	January 11, 1994
1,824,437	NEVER-FLIP	March 1, 1994
1,824,774	UNIQUE	March 1, 1994
1,826,383	21st CENTURY SLEEP SYSTEMS	March 15, 1994
1,827,498	THE MATTRESS OF CHOICE SINCE 1894	March 22, 1994
1,873,873	ILLUSION COMFORT- SEAL	January 17, 1995

<u>Registration No.</u>	<u>Mark</u>	<u>Issue Date</u>
1,887,935	STARGAZER	April 4, 1995
1,922,056	ZERO MOTION	September 26, 1995
1,925,493	THE VICTORIAN COLLECTION	October 10, 1995
1,938,483	SENIOR SLEEP	November 28, 1995

ASSIGNMENT

WHEREAS, SCHOTTENSTEIN STORES CORPORATION, a Delaware corporation, 1800 Moler Road, Columbus, Ohio 43207, is the owner of the entire right, title, and interest in and to the trademarks and trademark registrations listed in Exhibit A attached hereto and made a part hereof.

WHEREAS, Englander Licensing Limited Liability Company, ^{an Ohio} ~~a Delaware~~ ^{IB} limited liability company, 1800 Moler Road, Columbus, Ohio 43207, is desirous of acquiring the entire right, title, and interest in and to the aforesaid trademarks and trademark registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Schottenstein Stores Corporation does hereby assign unto the said Englander Licensing Limited Liability Company, all right, title and interest in and to the trademarks listed in Exhibit A, together with the goodwill of the business symbolized by the marks, and the registrations thereof.

SCHOTTENSTEIN STORES CORPORATION

CORPORATE
SEAL

BY Irwin A. Bain
Irwin A. Bain, Secretary

State of Ohio)
) ss:
County of Franklin)

On this 16th day of February, 1996, before me appeared Irwin A. Bain, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation with authority to do so.



Nicole A. Feliciano
Notary Public
NICOLE A. FELICIANO
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES FEB. 22, 1999

EXHIBIT A**Registered Trademarks**

<u>Registration No.</u>	<u>Mark</u>	<u>Issue Date</u>
88,345	RED CROSS & Design	September 10, 1912
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