

08-30-1999

Attorney Docket No.: 10294/001001



SHEET

Commissioner of Patents and Trade

101111186

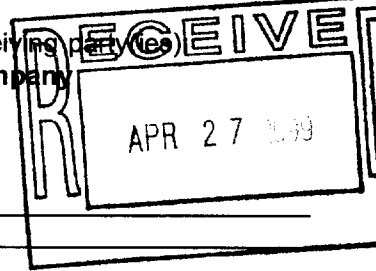
ial document.

1. Name of conveying party(ies):  
H.H. Brown Shoe Company, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other \_\_\_\_\_

2. Name and address of receiving party(ies)  
Columbia Insurance Company  
3024 Harney Street  
Omaha, Nebraska 68131

- Individual(s) Citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State of Nebraska
- Other \_\_\_\_\_



Additional name(s) attached?  Yes  No

4-27-99

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

Additional names/addresses attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other: **Re-recording - Correcting the name**

**of the assignor on the recordation sheet for the assignment recorded at Reel/Frame 1821/0515 on November 20, 1998, for 8 pages**

Execution Date: 06/27/1998

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

A. Trademark Application No.(s):

B. Trademark No.(s):

- 2,190,048 - FLEX WELT
- 2,195,494 - HIGH MOUNTAIN CLASSICS and Des.
- 1,674,334 - H.H. BROWN AUTO TECH 1000 and Design
- 1,654,401 - HENRY H. BROWN (Stylized)
- 1,651,538 - HERITAGE WEST (Stylized)
- 834,375 - HH and Design
- 1,643,688 - HH DOUBLE-H BOOTS and Design
- 1,477,856 - H-H-B (Stylized)
- 2,043,850 - HHB (Stylized)
- 1,681,274 - H-H-B 12MPRO and Design
- 1,652,479 - H-H-BROWN and Design
- 1,676,382 - H-H-BROWN SCUBALINED and Design
- 1,653,137 - HIGH MOUNTAIN CLASSICS BY WATERMOCS and Design
- 663,504 - MATTERHORN
- 2,001,747 - POLARMOC
- 2,014,371 - REAL STEEL
- 1,947,362 - ROADMOCS

1515E  
NO  
SPEC  
FEE

05/05/1999 JSHABAZZ 00000064 2190048

01 FC:481 40.00 OP  
02 FC:482 1475.00 OP

"EXPRESS MAIL" Mailing Label Number EL 24547314245

Date of Deposit April 27, 1999

I hereby certify under 37 CFR 1.10 that this correspondence is being deposited with the United States Postal Service as "Express Mail Post Office To Addressee" with sufficient postage on the date indicated above and is addressed to the Assistant Commissioner for Patents, Washington, D.C. 20231.

Alison Brazzil

ALISON BRAZIL TRADEMARK

REEL: 001922 FRAME: 0063

1,899,924 - ROCKMOC  
 1,370,235 - SONORA  
 1,980,268 - STORMPROOF  
 2,120,527 - STRATUM3  
 1,867,687 - SUPER TRAC  
 2,099,524 - THE WORK GROUP  
 1,673,876 - TURBO VENT  
 2,010,960 - W WORKTOUGH and Design  
 1,425,828 - WATERMOCS  
 1,648,223 - WORK TOUGH  
 1,944,429 - WORLD PROOF  
 1,818,506 - 4 COMFORT (Stylized)  
 1,822,837 - 4 COMFORT CUSHION TECH  
 SYSTEM and Design  
 2,030,373 - 4X4  
 1,764,611 - AEROBED  
 2,019,543 - AERO-GLIDE SYSTEM 7  
 1,757,671 - AERO-RIDE SYSTEM  
 1,834,700 - AQUAMOC  
 1,653,138 - AUTO TECH 1000  
 1,683,862 - AUTO TECH 1000 and Design  
 1,947,333 - BORN (Stylized)  
 1,653,753 - BROWN'S LANDING FINE  
 HANDMADE CLASSICS and Design  
 1,840,631 - BRUTALLY STRONG  
 2,057,756 - CAROLINA and Design  
 1,413,448 - CAROLINA and Design  
 2,058,322 - CAROLINA COMFORT  
 1,964,715 - CAROLINA GOLD  
 1,550,264 - CORCORAN  
 1,981,238 - CORCORAN  
 1,706,913 - CORCORAN FORCE  
 1,973,376 - CORCORAN MACH  
 1,947,361 - CORCORAN MARAUDER  
 1,708,307 - Misc. Design  
 1,428,521 - Misc. Design  
 1,423,966 - Misc. Design  
 1,727,771 - DOUBLE-H HH and Design  
 1,435,669 - DUCK FEET  
 1,044,937 - GORILLA  
 50,962 - GORILLA (Stylized)  
 567,056 - GORILLA SHOE and Design  
 1,981,495 - H and Design  
 1,819,043 - H H COVE and Design  
 1,667,680 - H.H. BROWN

Additional numbers attached?  Yes  No

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

**Timothy A. French, Esq.**  
**Fish & Richardson P.C.**  
**225 Franklin Street**  
**Boston, MA 02110-2804**

6. Total number of applications and registrations involved: **60**

7. Total fee (37 CFR 3.41): **\$1515**

Enclosed

Authorized to charge deposit account

**TRADEMARK**  
**REEL: 001922 FRAME: 0064**

8. Deposit account number: **06-1050**  
If the fee above is being charged to deposit account, a duplicate copy of this cover sheet is attached. Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.

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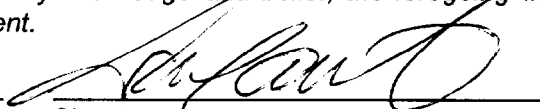
**DO NOT USE THIS SPACE**

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9. Statement and signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is the original document.*

**Timothy A. French, Esq.**

Name of Person Signing



Signature

*April 26, 1959*

Date

Total number of pages including cover sheet, attachments, and document: **18 19**

11-27-1998

FORM PCT-1618A  
Expires 6/30/99  
OMB 0651-0027



U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

100906914

MRO  
11-20-98

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non Recordation)
- Document ID#
- Correction of PTO Error
- Reel #  Frame #
- Corrective Document
- Reel #  Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
- Effective Date  
Month Day Year
- 
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/County Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

11/27/1998 15180077 00000053 75125558

01 FC:481  
02 FC:482

40.00 OP  
1475.00 OP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK  
REEL: 001922 FRAME: 0066

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number **6175415070**

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

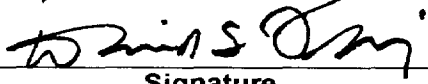
**Trademark Application Number(s) or Registration Number(s)**  Mark if additional numbers attached  
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75125558"/>	<input type="text" value="75334552"/>	<input type="text"/>	<input type="text" value="1818506"/>	<input type="text" value="1822837"/>	<input type="text" value="2030373"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1764611"/>	<input type="text" value="2019543"/>	<input type="text" value="1757671"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1834700"/>	<input type="text" value="1683862"/>	<input type="text" value="1947333"/>

**Number of Properties** Enter the total number of properties involved. **#60**

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$  
Method of Payment: Enclosed  Deposit Account   
**Deposit Account**  
(enter for payment by deposit account or if additional fees can be charged to the account.)  
Deposit Account Number: **#23-1925**  
Authorization to charge additional fees: Yes  No

**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. Charges to deposition account are authorized, as indicated herein.*

David S. Fleming  Nov. 17, 1998  
Name of Person Signing Signature Date Signed

# RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

### Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date  
Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

### Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual  General Partnership  Limited Partnership  Corporation  Association

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from Assignment.)

City State/Country Zip Code

Other

Citizenship State of Incorporation/Organization

### Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

#### Trademark Application Number(s)

#### Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>
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1653753	1840631	2057756
1413448	2058322	1964715
1550264	1981238	1706913
1973376	1947361	1708307
1428521	1423966	1727771
1435669	1044937	50962
567056	1981495	1819043

**RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY**

**Conveying Party**

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Month Day Year

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Corporation  Association

Other

Citizenship State of Incorporation/Organization

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**Trademark Application Number(s)**

**Registration Number(s)**

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1667680	1674334	1654401
1651538	834375	1643688
1477856	2043850	1681274
1652479	1676382	1653137
663504	2001747	2014371
1947362	1899924	1370235
1980268	2120527	1867687

# RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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Execution Date  
Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

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Composed of

Address (line 1)

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#### Trademark Application Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

#### Registration Number(s)

2099524	1673876	2010960
1425828	1648223	1944429
1653138		



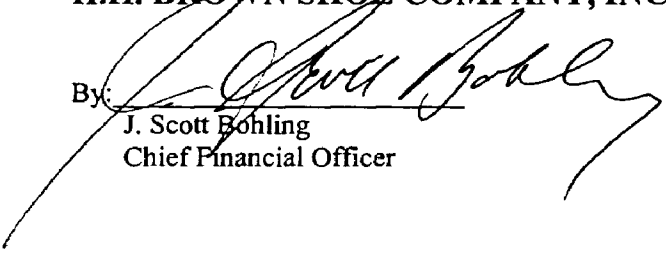
**EXHIBIT B**  
**FEDERAL TRADEMARK ASSIGNMENT**

WHEREAS, H. H. BROWN SHOE COMPANY, INC., a corporation organized and existing under the laws of Delaware ("HH Brown"), is the owner of the United States trademarks and applications/registrations shown on the attached list, and included among the applications are applications based on *bona fide* intent to use the trademarks in commerce; and

WHEREAS, COLUMBIA INSURANCE COMPANY, a corporation organized and existing under the laws of Nebraska ("Columbia"), desires to acquire said United States trademarks and the applications/registrations therefor, and is the successor to that portion of HH Brown's business as to which the trademarks covered by intent-to-use applications pertain and that business is ongoing and existing;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, HH Brown does hereby sell, assign, set over and transfer to Columbia the entire right, title and interest in and to each of said United States trademarks, together with the goodwill of the business associated therewith and the applications/registrations therefor, effective June 27, 1998.

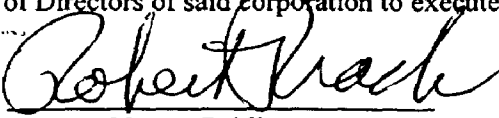
**H.H. BROWN SHOE COMPANY, INC.**

By:   
J. Scott Bohling  
Chief Financial Officer

STATE OF CONNECTICUT     )  
  ) ss.  
COUNTY OF FAIRFIELD     )

On this 23<sup>rd</sup> day of June, 1998, before me, a Notary Public in and for the County aforesaid, personally appeared J. Scott Bohling, personally known to me and known to me to be the person whose name is subscribed to the foregoing instrument, who stated that he was the Chief Financial Officer of **H.H. BROWN SHOE COMPANY, INC.**, and that he had been duly authorized by the Board of Directors of said corporation to execute the foregoing instrument under said authority.

**ROBERT PRACH**  
NOTARY PUBLIC  
My Commission Expires 12/31/2002

  
Notary Public  
12-31-2002  
My Commission Expires

U.S. Federal Trademarks

Mark	Application/Registration Number
✓ 4 COMFORT	1,818,506
✓ 4 COMFORT TECH SYSTEM and Design	1,822,837
✓ 4X4	2,030,373
✓ AEROBED	1,764,611
✓ AERO-GLIDE SYSTEM 7	2,019,543
✓ AERO-RIDE SYSTEM	1,757,671
✓ AQUAMOC	1,834,700
✓ AUTO TECH 1000	1,653,138
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✓ BROWN'S LANDING FINE HANDMADE CLASSICS and Design	1,653,753
✓ BRUTALLY STRONG	1,840,631
✓ CAROLINA and Design	2,057,756
✓ CAROLINA and Design	1,413,448
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✓ CAROLINA GOLD	1,964,715
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✓ CORCORAN	1,981,238
✓ CORCORAN FORCE	1,706,913
✓ CORCORAN MACH	1,973,376
✓ CORCORAN MARAUDER	1,947,361
✓ Design Only	1,708,307
✓ Design Only	1,428,521
✓ Design Only (RED BIRD)	1,423,966
✓ DOUBLE-H HH and Design	1,727,771
✓ DUCK FEET	1,435,669
✓ FLEX-WELT	75/125,558
✓ GORILLA	1,044,937
✓ GORILLA (Stylized)	50,962
✓ GORILLA SHOE and Design	567,056
✓ H and Design	1,981,495
✓ H H COVE and Design	1,819,043
✓ H.H. BRWON	1,667,680

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✓ HENRY H. BROWN (Stylized)	1,654,401 ✓
✓ HERITAGE WEST (Stylized)	1,651,538 ✓
✓ HH and Design	834,375 ✓
✓ HH DOUBLE-H BOOTS and Design	1,643,688 ✓
✓ H-H-B (Stylized)	1,477,856 ✓
✓ HHB (Stylized)	2,043,850 ✓
✓ H-H-B 12MPRO and Design	1,681,274 ✓
✓ H-H-BROWN and Design	1,652,479 ✓
✓ H-H-BROWN SCUBALINED and Design	1,676,382 ✓
✓ HIGH MOUNTAIN CLASSICS and Design	75/334,552 ✓
✓ HIGH MOUNTAIN CLASSICS BY WATERMOCS and Design	1,653,137 ✓
✓ MATTERHORN	663,504 ✓
✓ POLARMOC	2,001,747 ✓
✓ REAL STEEL	2,014,371 ✓
✓ ROADMOCS	1,947,362 ✓
✓ ROCKMOC	1,899,924 ✓
✓ SONORA (LOUD)	1,370,235 ✓
✓ STORMPROOF	1,980,268 ✓
✓ STRATUM3	2,120,527 ✓
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✓ TURBO VENT	1,673,876 ✓
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