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U.S. Department of Commerce
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**ASSIGNMENT FORM COVER SHEET
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TO: The 101186211 and trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
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Document ID #
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Conveyance Type

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

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

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Name

DBA/AKA/TA

Composed of

Address (line 1)

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Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

10/28/1999 MTHAI1 00000265 1976817

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
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Address (line 2)

Address (line 3)

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Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

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Pages

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

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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)

Number of Properties

Enter the total number of properties involved.

#

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:

#

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 deposit account are authorized, as indicated herein.

Jennifer A. O'Malley

October 22, 1999

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

WHEREAS, Get Ready Sportswear ("GRS"), a Texas partnership comprised of Maria Stone, an individual residing at 317 Brushy Creek, Coppell, Texas 75019, and Karie Gearheard, an individual residing at 8511C Turtle Creek Blvd., Dallas, Texas 75225, adopted and used the trademark GET READY for sportswear;

WHEREAS, GRS registered the trademark GET READY for "sportswear, namely T-shirts, shorts, and sweatshirts" in the United States Patent and Trademark Office ("PTO") as Registration No. 1,976,817;

WHEREAS, Levi Strauss & Co. ("LSC"), a Delaware corporation with a place of business located at 1155 Battery Street, San Francisco, California 94111, employed Jennifer A. O'Malley, as its agent to acquire on its behalf as an unidentified principal, all right, title and interest to GRS's GET READY trademark, including federal trademark Registration No. 1,976,817 and the goodwill of the business in connection with which the GET READY trademark was used;

WHEREAS, GRS, Maria Stone and Karie Gearheard warranted to Jennifer A. O'Malley, as an agent for LSC as an unidentified principal, that GRS was the sole owner of all right, title and interest in the GET READY trademark and federal trademark Registration No. 1,976,817 and that no other person or entity had any security interest, or any interest of any kind in said trademark registration or had made any claim of interest thereto;

WHEREAS, Jennifer A. O'Malley, c/o Pattishall, McAuliffe, Newbury, Hilliard & Geraldson, 311 South Wacker Drive, Suite 5000, Chicago, Illinois 60606, as an agent for LSC as an unidentified principal, on October 14, 1999 acquired all right, title and interest in and to

said GET READY trademark throughout the world, including said federal trademark

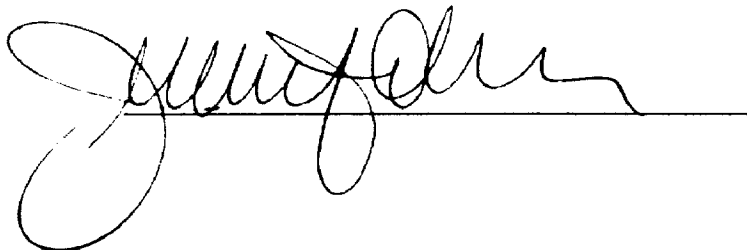
Registration No. 1,976,817 and the goodwill of the business in connection with which the GET READY trademark was used; and

WHEREAS, LSC is now desirous of acquiring from Jennifer A. O'Malley as its authorized agent all right, title and interest in and to said GET READY trademark throughout the world, including said federal trademark Registration No. 1,976,817 and the goodwill of the business in connection with which the GET READY trademark was used;

NOW THEREFORE, pursuant to her authority of agency, Jennifer A. O'Malley hereby assigns to LSC all right, title and interest in and to said GET READY trademark throughout the world, including federal trademark Registration No. 1,976,817 and the goodwill of the business of GRS as symbolized by said GET READY trademark, all of which was acquired by Jennifer A. O'Malley from GRS as shown in Exhibit A.

Dated: October 21, 1999

JENNIFER A. O'MALLEY



Subscribed and sworn to before me this 21st day of October, 1999.

Lorris Edwards
Notary Public

1/13/2003
My Commission Expires

