



02-11-2000



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OPR RECORDATION FORM COVER SHEET TRADEMARKS ONLY

	MARKS ONLY			
Submission Type	Please record the attached original document(s) or copy(ies). Conveyance Type			
New New	Assignment License			
Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment Effective Date			
Correction of PTO Error Reel # Frame #	Merger Month Day Year 01-01-99			
Corrective Document	Change of Name			
Reel # Frame #	Other			
Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year			
Name Burdine's, Inc.	01-05-2000			
Formerly				
Individual General Partnership Limited Partnership Corporation Association				
Other				
✓ Citizenship/State of Incorporation/Organiza	tion State of Ohio			
Receiving Party Mark if additional names of receiving parties attached				
Name Federated Department Stores, Inc.				
DBA/AKA/TA				
Composed of				
Address (line 1) 7 West Seventh Street				
Address (line 2)				
Address (line 3) Cincinnati	Ohio 45202			
City State/Country Zip Code Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is				
Corporation Association not domiciled in the United States, an appointment of a domestic				
Other representative should be attached. (Designation must be a separate				
<i>document from Assignment.</i>) ✓ Citizenship/State of Incorporation/Organization State of Ohio				
/11/2000 TT0H11 00000122 1799777 FOR OFFICE USE ONLY				
FC:481 40.00 BP FC:482 75.00 BP				

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 SEMARK Commissioner of Patents and Trademarks, Box Assignments , Washington,

REEL: 002020 FRAME: 0454

	PTO-1618B
Expires 06/	30/99
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S. Department of Commerce			
atent and Trademark Office			
TRADEMARK			

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 [212] 697-5995				
Name Beth Kotran, Esq.				
Address (line 1) c/o Amster, Rothstein & Ebenstein				
Address (line 2) 90 Park Avenue				
Address (line 3) New York, New York 10016				
Address (line 4)				
Pages Enter the total number of pages of the attached conveyance document # 6				
Trademark Application Number(s) or Registration Number(s) 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) 1799777 1763501 1793503				
Number of Properties Enter the total number of properties involved. # 4				
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 115.00				
Method of Payment: Enclosed Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: # 01-1785 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.				
Beth Kotran, Esq. January 11, 2000				
Name of Person Signing Signature Date Signed				

TRADEMARK

REEL: 002020 FRAME: 0455

CONFIRMATORY TRADEMARK ASSIGNMENT

WHEREAS, BURDINE'S, INC., a corporation organized and existing under

the laws of the State of Ohio, having a principal place of business at 22 East Flagler

Street, Miami, Florida 33131 ("Assignor"), is the owner of all right, title and interest to

the trademarks annexed hereto in Schedule A (the "Trademarks"), and all related

goodwill; and

WHEREAS, FEDERATED DEPARTMENT STORES, INC., a corporation

organized and existing under the laws of the State of Ohio, having a principal place of

business at 7 West Seventh Street, Cincinnati, Ohio 45202 ("Assignee"), is desirous of

acquiring the Trademarks and the goodwill associated therewith and all variations and

combinations thereof, including all those not yet developed;

NOW, THEREFORE, effective on and as of January 1, 1999, for good and

valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby

assigns, sells and transfers to Assignee, free and clear of all liens and encumbrances, all

right, title and interest in and to the Trademarks, together with the goodwill of the

business symbolized by the Trademarks, the U.S. Trademark Registrations and U.S.

Trademark Applications listed in Schedule A, all income, royalties, damages and

payments now or hereafter due or payable in respect to the Trademarks, and all causes

of action (in law or in equity) and the right to sue, counterclaim and recover for past,

present or future infringement of the Trademarks and the rights thereto.

100896.1

IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed

in its corporate name by its duly authorized officer this 5th day of January, 1999.

BURDINE'S, INC.

Dennis J. Broderick

Vice President

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STATE OF	On io))ss.:
COUNTY OF	Hamilton)

ACKNOWLEDGMENT

On this 5th day of January, 1999, before me came Dennis Broderick, who stated that he is the Vice President of Burdine's, Inc. and acknowledged that he executed the above instrument as the act and deed of Burdine's, Inc. with full authority to do so.



Vianne W. Webbar Notary Public

DIANNE M. WEBBER
Notary Public. State of Ohio
My Commission Expires Nov. 17, 2002

100896.1

Schedule A

TRADEMARK	REGISTRATION NO.
BURDINES	1,799,777
THE FLORIDA STORE	1,763,501
BURDINES THE FLORIDA STORE	1,763,502
ROYAL PALMS CAFE	1,793,503

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RECORDED: 01/11/2000