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OPR/FINANCE 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
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

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

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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

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.)

- Citizenship/State of Incorporation/Organization

03/20/2000 JSHABAZZ 00000115 75839600

FOR OFFICE USE ONLY

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40.00 OP

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. 20503

REEL: 002036 FRAME: 0564

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

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)

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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:

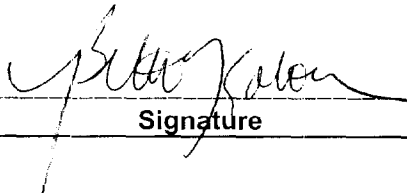
Yes

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.

Beth Kotran



February 18, 2000

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

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Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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CONFIRMATORY U.S. TRADEMARK ASSIGNMENT

WHEREAS, FEDERATED DEPARTMENT STORES, INC., a corporation organized and existing under the laws of the State of Delaware, having a principal place of business at 7 West Seventh Street, Cincinnati, Ohio 45202-2471 ("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 WESTERN PROPERTIES, INC., a corporation organized and existing under the laws of the State of Ohio, having a principal place of business at 4441 South Polaris Avenue, Las Vegas, Nevada 89103 ("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 August 6, 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.

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

in its corporate name by its duly authorized officer this 14 day of February, 2000.

FEDERATED DEPARTMENT STORES, INC.

By: 

Dennis J. Broderick
Senior Vice President, Secretary and
General Counsel

STATE OF Ohio)
)ss.:

COUNTY OF Hamilton)

ACKNOWLEDGMENT

On this 14 day of February, 2000, before me came Dennis J. Broderick, who stated that he is the Senior Vice President, Secretary and General Counsel of Federated Department Stores, Inc. and acknowledged that he executed the above instrument as the act and deed of Federated Department Stores, Inc. with full authority to do so.



Dianne M. Webber
Notary Public

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

Schedule A

U.S. Trademark Applications

Trademark

Serial No.

BON LIFE

75/839,660