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03-20-2000



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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

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/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 JSHADAZZ 00000094 75457929

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 OP  
700.00 OP

**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)**

<input type="text" value="75457929"/>	<input type="text" value="75977411"/>	<input type="text" value="75055510"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Registration Number(s)**

<input type="text" value="1349616"/>	<input type="text" value="1428528"/>	<input type="text" value="1448505"/>
<input type="text" value="1840334"/>	<input type="text" value="2195857"/>	<input type="text" value="1424011"/>
<input type="text" value="1431145"/>	<input type="text" value="1462642"/>	<input type="text" value="1473297"/>

**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

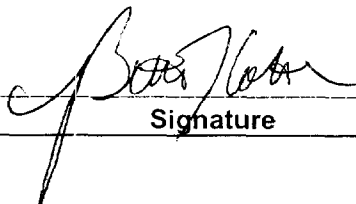
No

**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

Name of Person Signing



Signature

February 18, 2000

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)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual     General Partnership     Limited Partnership

Corporation     Association

Other

Citizenship/State of Incorporation/Organization

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**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).

Mark if additional numbers attached

**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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1487959	1492304	1523556
1546518	1997131	1390871
1386831	1428530	1460059
1656333	1915089	1915090
1498703	1406780	1212790
1688412	1397197	

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 BRANDS, INC., a corporation organized and existing under the laws of the State of Delaware, having a principal place of business at 63 Market Street, Manchester, NH 03101 ("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 July 3, 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>Trademark</u>	<u>Registration No.</u>
ALFANI	1,349,616
ALFANI	1,428,528
ALFANI	1,448,505
ALFANI	1,840,334
CC Logo Design	2,195,857
CHARTER CLUB	1,424,011
CHARTER CLUB	1,431,145
CHARTER CLUB	1,462,642
CHARTER CLUB	1,473,297
CHARTER CLUB	1,487,959
CHARTER CLUB	1,492,304
CHARTER CLUB	1,523,556
CHARTER CLUB	1,546,518
CHARTER CLUB	1,997,131
CHARTER CLUB & DESIGN	1,390,871
CLUB ROOM	1,386,831
CLUB ROOM	1,428,530
CLUB ROOM	1,460,059
CLUB ROOM	1,656,333

I.N.C. INTERNATIONAL CONCEPTS	1,915,089
I.N.C. INTERNATIONAL CONCEPTS	1,915,090
I.N.C. INTERNATIONAL CONCEPTS AND DESIGN	1,498,703
TOOLS OF THE TRADE	1,406,780
TOOLS OF THE TRADE	1,212,790
TOOLS OF THE TRADE ILLUMINA	1,688,412
CLUB ROOM CR & DESIGN	1,397,197



U.S. Trademark Applications

Trademark

Serial No.

STYLE & CO.

75/457,929

STYLE & CO.

75/977,411

TOOLS OF THE TRADE

75/055,510

# AMSTER, ROTHSTEIN & EBENSTEIN

ATTORNEYS AT LAW

PATENTS • TRADEMARKS • COPYRIGHTS

90 PARK AVENUE

NEW YORK, NEW YORK 10016

TELEPHONE: (212) 697-5995

FACSIMILE: (212) 286-0854

NEAL L. ROSENBERG  
CHESTER ROTHSTEIN  
DAVID H. KAGAN  
DENISE A. LINDENAUER  
CRAIG J. ARNOLD  
NANCY M. DODDERIDGE  
CHARLES R. MACEDO  
TREBOR LLOYD  
NEAL S. GREENFIELD  
DONNA L. ANGOTTI  
JANE UNGARO  
JOSEPH M. CASINO  
JOHN S. ECONOMOU  
SIMON BOCK  
JOHN C. GARCES  
BETH KOTRAN

MARK J. ROSENBERG  
MICHAEL V. SOLOMITA  
HOLLY PEKOWSKY  
DANIEL BASOV  
IAN R. BLUM  
MICHAEL P. KENNEY  
KENNETH M. BERNSTEIN  
BARBARA A. PARVIS\*  
MARION P. METELSKI\*  
MONIQUE L. RIBANDO  
ALISON R. KELLY  
KEVIN J. STEIN  
W. SCOTT MCCLAVE  
BRIAN J. GREENBERG  
CATHERINE S. REYNOLDS

\*NOT ADMITTED IN NEW YORK

MORTON AMSTER  
DANIEL S. EBENSTEIN  
PHILIP H. GOTTFRIED  
MICHAEL J. BERGER  
NEIL M. ZIPKIN  
ANTHONY F. LO CICERO  
JOEL E. LUTZKER  
KAREN ARTZ ASH  
KENNETH P. GEORGE  
ABRAHAM KASDAN, PH.D.  
LEONARD S. SORGI  
IRA E. SILFIN

JESSE ROTHSTEIN (RETIRED)

INTERNATIONAL DEPARTMENT

DAVID R. BROWN (NON-LAWYER)

PATRICK E. BOLAND\*

JAN TAMULEWICZ

February 18, 2000

via Express Mail

Honorable Commissioner of  
Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Attn: Trademark Assignment Branch

Re: Federated Department Stores/Federated Western Properties  
U.S. Trademark Assignment  
U.S. Trademark Application Serial No. 75/457,929, et al.  
Our File: 33765/796

Dear Sir:

Enclosed for filing and recordation please find an original copy of the Confirmatory U.S. Trademark Assignment, dated February 14, 1999 and effective July 3, 1999, made by Federated Department Stores, Inc. (the "Assignor") in favor of Federated Brands, Inc. (the "Assignee").

By this enclosed document, the Assignor hereby sets over, assigns and transfers to the Assignee, all right, title and interest to all of the trademarks, service marks and trademark and service mark applications and registrations annexed thereto on Schedule A.

Kindly record this U.S. Trademark Assignment against the U.S. Trademark applications and registrations listed in the annexed Schedule A, in the Trademark Assignee Index.

70317.2

**TRADEMARK**  
**REEL: 002036 FRAME: 0670**

Also enclosed is a check in the amount of \$740.00, representing payment of the fees incurred in connection with such filing and recordation. Kindly charge any additional costs to the Deposit Account of Amster, Rothstein & Ebenstein, Account No. 01-1785.

Kindly address any inquiries concerning this matter to the attention of the undersigned at the above address.

Respectfully submitted,

AMSTER, ROTHSTEIN & EBENSTEIN



Beth Kotran

\*Express Mail\* mailing label no. EL35534914 US  
Date of Deposit 2/18/00

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513

Coffaine Quiles

[Signature]  
(Signature of person mailing paper or fee)

Encls.