

03/21/00

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

04-28-2000

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

2000 MAR 31 PM 2: 22



OPR/FINANCE

101338717

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
03-07-00

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
03 07 00

Name Just For Feet of Nevada, Inc.

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Nevada Feet, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2 Executive Boulevard

Address (line 2) _____

Address (line 3) Suffern New York 10901
City State/Country Zip Code

- 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 Nevada

04/27/2000 TTON11 00000175 132534 1644032

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 50.00 CH

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: 002060 FRAME: 0967

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

201-934-2239

Name

Linda M. Rurka

Address (line 1)

Footstar, Inc.

Address (line 2)

933 MacArthur Boulevard

Address (line 3)

Mahwah, NJ 07430

Address (line 4)

Pages

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

#

2

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)

1644032

1643104

1643103

Number of Properties

Enter the total number of properties involved.

#

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

90

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:

#

13-2534

Authorization to charge additional fees:

Yes

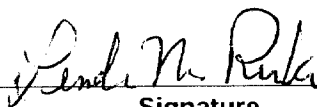
No

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.

Linda M. Rurka

Name of Person Signing



Signature

03-31-00

Date Signed

TRADEMARK ASSIGNMENT

This ASSIGNMENT, effective this 7th day of March, 2000, by and between JUST FOR FEET OF NEVADA, INC., a Nevada corporation, with an office located at 3500 Las Vegas Boulevard South, Suite F-5, Las Vegas, Nevada 89109 ("Assignor") and NEVADA FEET, INC., a Nevada Corporation, with an office at 2 Executive Boulevard, Suffern, New York 10901 ("Assignee").

WHEREAS, Assignor has adopted, used and is the owner of certain trademarks listed on Schedule A (collectively referred to as the "Marks"); and

WHEREAS, Assignee is desirous of acquiring any and all rights that Assignor may have in and to the Marks and any registrations therefor, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, along with the right to recover damages and profits for past infringements thereof;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of Assignor's, right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks, and all registrations and pending applications therefor, in all countries throughout the world (collectively, "All Marks"), together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor further agrees to execute further papers and to do such other acts as may be reasonably necessary and proper to transfer Assignor's right, title and interest in and to All Marks to the Assignee or to obtain, renew, issue or enforce All Marks.

This Assignment may be executed in several counterparts, each of which shall be deemed to be an original, but all of which will constitute one and the same instrument.

IN WITNESS WHEREOF, each party hereto has caused this Assignment to be executed by its duly authorized officer as of the date first written above.

JUST FOR FEET OF NEVADA, INC.

By: Scott C. Wynne
Scott C. Wynne
President

STATE of NY)
) ss.:
COUNTY of NY)
On this 6th day of March, 2000, before me appeared Scott Wynne to me known and known to me to be VP of JUST FOR FEET OF NEVADA, INC., the assignor named above, and acknowledged that he/she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Kevin T. Keenan
Notary Public
KEVIN T. KEENAN
NOTARY PUBLIC, State of New York
No. 01KE6029897
Qualified in Kings County
Commission Expires Aug. 30, 2001

AGREED AND ACCEPTED:

NEVADA FEET, INC.

By: Ronald B. Steese
Name: Ronald B. Steese
Title: Vice President

STATE of NY)
) ss.:
COUNTY of NY)
On this 6th day of March, 2000, before me appeared Ronald B. Steese to me known and known to me to be VP of NEVADA FEET, INC., the assignor named above, and acknowledged that he/she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Stephanie Novick
Notary Public
STEPHANIE NOVICK
Notary Public, State of New York
No. 01NO5035998
Qualified in New York County
Commission Expires November 14, 2000

SCHEDULE A

MARK	APPLICATION SERIAL NO. OR REGISTRATION NO.
JUST FOR FEET WHERE THE 13TH PAIR IS FREE (stylized)	1,644,032
JUST FOR FEET (stylized)	1,643,104
JUST FOR FEET WORLD'S LARGEST ATHLETIC SHOE STORE (stylized)	1,643,103
JUST FOR FEET THE WORLD'S LARGEST ATHLETIC SHOE STORE WHERE THE 13TH PAIR IS FREE	-----
WHERE THE 13TH PAIR IS FREE	-----
WHERE YOUR 13TH PAIR IS FREE	-----
WHERE THE 13TH PAIR IS FREE (in Spanish)	-----
WHERE YOUR 13TH PAIR IS FREE (in Spanish)	-----
THE WORLD'S LARGEST ATHLETIC SHOE STORE	-----
THE WORLD'S LARGEST ATHLETIC SHOE STORE (in Spanish)	-----
WE FIT THE WORLD	-----
TO SERVE AND PROTECT FEET	-----
JUST FOR FEET.COM	-----
FEET.COM	-----
JUSTFORAUCTIONS.COM	-----
IMPERIAL SPORTS	-----
IMPERIALSPORTS.COM	-----
FAMILY PLAN	-----
GLOBE Insignia #1 (Globe with "Just for Feet" within sphere and "The World's Largest Athletic Shoe Store" and "Where Your 13 th Pair is Free" around the circumference)	-----
GLOBE Insignia #2 (Globe with "Just for Feet" across and through sphere and "We Fit The World" across the top)	-----
JUST FOR SHOES	-----