FORM PTO-1618A

Expires 06/30/99 OMB 0651-0027 05-04-2000



101344503

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

700 APR 14 AM 11: 26

RECORDATION FORM COVER SHEET

OPR/FINANCE TRADEMARKS ONLY				
	Please record the attached original document(s) or copy(ies).			
Submission Type	Conveyance Type			
New	✓ Assignment			
Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment Effective Date			
Correction of PTO Error Reel # Frame #	Merger Month Day Year			
Corrective Document	Change of Name			
Reel # Frame #	Other			
Conveying Party Mark if additional names of conveying parties attached Execution Date Month Day Year				
Name Rich's Department Stores, Inc.	03222000			
Formerly				
Individual General Partnership	Limited Partnership 🗸 Corporation 🔲 Association			
Other				
Citizenship/State of Incorporation/Organization 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			
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				
Other Control of the				
document from Assignment.) ✓ Citizenship/State of Incorporation/Organization Delaware				
/04/2000 DCDATES 00000128 1827097 FOR O	FFICE USE ONLY			
FC:481 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 , Washing Diviant

REEL: 002065 FRAME: 0981

FORM	PTO-1618B
Expires 06/	
0110 0054	0007

Page 2

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

Domestic Representative Name and Address Enter for the first Receiving Party only.				
Name	-	Litter for the motive	cerving raity only.	
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Correspond	lent Name and Address _{Area Cod}	e and Telephone Number (212	9) 697-5995	
Name	Beth Kotran			
Address (line 1)	Amster, Rothstein & Ebenstein	· · · · · · · · · · · · · · · · · · ·		
Address (line 2)	90 Park Avenue			
Address (line 3)	21st Floor			
Address (line 4)	New York, New York 10016			
Pages	Enter the total number of pages of the including any attachments.	ne attached conveyance doc	cument # 5	
Enter either the	Application Number(s) or Regis Trademark Application Number or the Registra Iemark Application Number(s)	tion Number (DO NOT ENTER BOT	Mark if additional numbers attached H numbers for the same property). ation Number(s)	
Number of F	Properties Enter the total number	of properties involved.	#1	
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: # 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	<u> </u>	Belle V Noc	April <i>j4</i> , 2000	
Name (of Person Signing	Signature Signature	Date Signed	

TRADEMARK REEL: 002065 FRAME: 0982

U.S. TRADEMARK ASSIGNMENT

WHEREAS, RICH'S DEPARTMENT STORE, INC., a corporation organized and existing under the laws of the State of Ohio, having a principal place of business at 223 Perimeter Center Parkway, Atlanta, Georgia 30346 ("Assignor"), is the owner of all right, title and interest to the U.S. Trademark Registrations 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 Delaware, having a principal place of business at 7 West Seventh Street, Cincinnati, Ohio 45202 ("Assignee"), is desirous of acquiring the trademarks, the goodwill associated therewith and the U.S. Trademark Registrations for the trademarks annexed hereto in Schedule A;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, assigns 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 and U.S. Trademark Registrations 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.

112458.1

TRADEMARK REEL: 002065 FRAME: 0983 IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed

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

Rich's Department Stores, Inc.

Dennis J. Broderick

Vice President

- 2 -

STATE OF ())ss.:

ACKNOWLEDGMENT

On this day of Now, 2000, before me came Dennis J. Broderick, who stated that he is the Vice President of Rich's Department Stores, Inc. and acknowledged that he executed the above instrument as the act and deed of Rich's Department Stores, Inc. with full authority to do so.

Notary Public

CAROL S. BRUSER
Notate Forth Company Commission Empres Oct. 16, 2000

SCHEDULE A

TRADEMARK

REGISTRATION NO.

THE \$1 \$2 \$3 STORE

1,827,097

112458.1 - 4 -

RECORDED: 04/14/2000

TRADEMARK REEL: 002065 FRAME: 0986