

05-24-2000

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To the Honorable Commissioner

attached original documents or copy thereof.



101365934

Address of receiving party(ies):

1. Name of conveying party(ies):

Venator Group Specialty, Inc. (formerly F.W. Woolworth Co.)

Name: CSL, Inc.

Internal Address: \_\_\_\_\_

Street Address: 3 S.W. 129<sup>th</sup> Avenue

City: Pembroke Pines State/Zip: Florida 33027

- Individual(s)
- General Partnership
- Corporation New York
- Other \_\_\_\_\_
- Association
- Limited Partnership

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation: Delaware
- Other: \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: December 1, 1999

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

A. Trademark Application No.

B. Trademark registration Nos.

1,951,435

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Life H. Deinard, Esq.

Internal Address: Greenberg Traurig

MetLife Building

Street Address: 200 Park Avenue

City: New York State: NY Zip: 10166

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):

\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attached duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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

Life H. DEINARD  
Name of Person Signing

Life H. Deinard  
Signature

4-24-2000  
Date

05/24/2000 ASCDTT 00000038 1951435

Total number of pages comprising cover sheet:

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OMB No. 0651-0011

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
ASSIGNMENT OF TRADEMARK REGISTRATION**

WHEREAS, Venator Group Specialty, Inc. (formerly F.W. Woolworth Co.), a corporation organized and existing under the laws of the State of New York, having a place of business at 233 Broadway, New York, New York 10279 ("Venator"), has adopted, used and is using the trade mark SENSITIVE SOLUTIONS which is now duly registered in the United States Patent and Trademark Office as Reg. No. 1,951,435 (the "Mark"),

AND WHEREAS Venator's use of the Mark is subject to the terms and conditions of an agreement dated as of June 15, 1998 between F.A.F., Inc. and Venator (the "Agreement"),

AND WHEREAS, CSL, Inc., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 3 S.W. 129<sup>th</sup> Avenue, Pembroke Pines, Florida 33027 ("Claire's"), is desirous of acquiring the Mark, the goodwill of the business appurtenant to the Mark and the United States registration thereof, subject to the terms and conditions of the Agreement,

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Venator does hereby sell, assign and transfer unto Claire's all right, title and interest in and to the Mark, the goodwill of the business appurtenant to the Mark and the United States registration thereof, subject to the terms and conditions of the Agreement.

Signed in New York, New York, this first day of December, 1999.

VENATOR GROUP SPECIALTY, INC.

By: \_\_\_\_\_

Name: John H. Cannon

Title: Vice-President and Treasurer

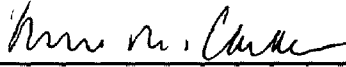
State of New York    )  
                                  ) ss.:  
County of New York )

I, Sheilagh M Clarke, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY, that John H. Cannon, Vice-President and Treasurer of Venator Group Specialty, Inc. (the "Company"), personally known to me to be the same person whose name is subscribed to the foregoing instrument as such John H. Cannon, appeared before me this day in person and acknowledged that he signed, executed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act of said Company, for the uses and

purposes therein set forth being duly authorized so to do.

GIVEN under my hand and Notarial Seal this 1st day of December, 1999.

[Seal]



Signature of notary public  
My Commission expires May 31, 2001

**SHEILAGH M. CLARKE**  
Notary Public, State of New York  
No. 01CL4739218  
Qualified in New York County 01  
Commission Expires May 31, 2001