

07-19-2000

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FORM PTO-1594

101407421

U.S. DEPARTMENT OF COMMERCE

1-31-92

TRADEMARKS ONLY

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or certified copy thereof.

1. Name of conveying Party(ies):

RICHMAN GORDMAN STORES, INC.

- Individual(s)
- General Partnership
- Corporation-State Nebraska
- 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: October 14, 1993

2. Name and Address of receiving Party(ies):

Name: RICHMAN GORDMAN 1/2 PRICE STORES, INC.

Internal Address: _____
 Street Address: 12100 W. Center Road
 City: Omaha State: NE Zip: 68144

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

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.(s)

B. Trademark Registration No.(s)

1,121,622

Additional sheet attached? Yes No

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

Jacobson, Price, Holman & Stern
 400 7th Street, N.W.
 Washington, DC 20004
 Tel. 202-638-6666

Attorney Docket No. T-9775

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 No.: 06-1358
(Attach 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.

Simor L. Moskowitz
Name of Person Signing

Simor Moskowitz
Signature

June 21, 2000
Date

Total number of pages comprising cover sheet: 4

JPH&S 341-8/92

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ASSIGNMENT OF TRADEMARK REGISTRATIONS

WHEREAS, Richman Gordman Stores, Inc., a Nebraska corporation with its principal address at 12100 W. Center Road, Omaha, Nebraska 68144 (hereinafter "Assignor") has adopted, used and is now using the trademarks and service marks (hereinafter referred to as the "Marks"), which are registered in the United States Patent and Trademark Office and set forth on the attached Schedule A; and

WHEREAS, Richman Gordman 1/2 Price Stores, Inc., a Delaware corporation (successor by merger to Assignor), with its principal address at 12100 W. Center Road, Omaha, Nebraska 68144 (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the Marks and the registrations therefor, together with goodwill of the business connected with the use of and symbolized by such Marks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Marks and the registrations therefor for the United States and throughout the world, together with the goodwill of the business connected with the use of and symbolized by such Marks, along with the right to recover for damages and profits for past infringements thereof;

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts that Assignee may require in order to vest all Assignor's rights, title, and interest in and to the Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

Executed effective as of October 14, 1993.

Assignor: Richman Gordman Stores, Inc.

By: [Signature]
Title: PRESIDENT, CEO, C.O.O.

TRADEMARK

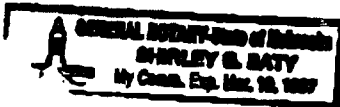
REEL 102 FRAME 45

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

I, Shirley J. Batty, a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT on this 10 day of November 1993, before me personally appeared James J. Batty, who acknowledged himself to be the President of Shirley J. Batty a Notary Public, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized President of said corporation.

GIVEN under my hand and notarial seal this 10 day of December, 1993.

Shirley J. Batty
Notary Public



My Commission Expires:

5-10-97

1688P/3-4

TRADEMARK

REEL 102 FRAME 46

SCHEDULE A

The following federal trademarks and service marks are hereby assigned by Richman Gorman Stores, Inc., a Nebraska corporation, to Richman Gorman 1/2 Price Stores, Inc., a Delaware corporation (successor by merger to Richman Gorman Stores, Inc.):

MARK	REGISTRATION NO.
1/2 Price Stores	1,363,797
River Port	1,459,340
Montali	1,555,343
Royal Park	1,531,893
Benjamin Row	1,650,841
City Air	1,715,962
Copper Hill	1,659,837
The 1/2 Price Store	1,121,622*

J. Dixon

*The indicated mark was inadvertently omitted from the original Schedule A.

Joyce A. Dixon, Esq.
Joyce A. Dixon
Attorney in fact for Assignor

1688P/5

TRADEMARK

REEL 102 FRAME 17

DEC 20 93

RECORDED
PATENT AND TRADEMARK
OFFICE