

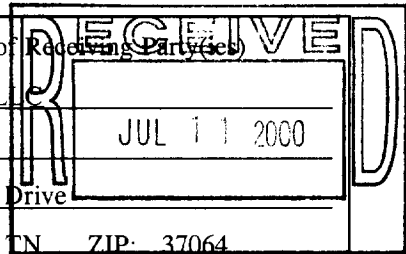


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M.W.
7-11-00
To the Hon
Please recor

marks:
thereof.

<p>1. Name of Conveying Party(ies): Endicott Johnson Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited <input checked="" type="checkbox"/> Corporation-State Partnership <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p>	<p>2. Name and address of Receiving Party(ies)</p> <p>Name: <u>EJ Footwear LLC</u> Internal _____ Address _____ Street _____ Address <u>377 Riverside Drive</u> City: <u>Franklin</u> State: <u>TN</u> ZIP: <u>37064</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Additional names and address attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><u> x </u> Assignment _____ Merger _____ Security Agreement _____ Change of Name _____ Other _____</p> <p>Execution Date: <u>July 6, 2000</u></p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark registration No.(s) <u>1,530,972; 1,115,688; 1,776,613;</u> <u>1,139,981; 1,102,786; 1,312,443</u></p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Mary Ward</u> Internal _____ Address: _____ Street _____ Address: <u>414 Union Street, Suite 1600</u> City: <u>Nashville</u> State: <u>TN</u> ZIP: <u>37219</u></p>	<p>6. Total number of applications and registrations involved? 6</p> <p>7. Total fee (37 CFR 3.41) \$165.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit Account Number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
(DO NOT USE THIS SPACE)	
<p>9. Statement and Signature</p> <p><i>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.</i></p> <p><u>Mary C. Ward</u> <u><i>Mary Ward</i></u> <u>7/10/00</u> Name of person signing Signature Date</p> <p style="text-align: right;">Total number of pages comprising cover sheet: 1</p>	



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01 FC:481 40.00 DP
02 FC:482 125.00 DP
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ASSIGNMENT OF TRADEMARK

WHEREAS, Endicott Johnson Corporation ("EJC"), a New York Corporation, having its principal offices at 222 Water Street, Binghamton, New York 13902, is the owner of the following trademarks (the "Trademarks") now registered in the United States Patent and Trademark Office:

<i>Trademark</i>	<i>Registration No.</i>	<i>Date of Registration</i>
EJ	1,530,972	3/21/89
EJ Pro	1,115,688	3/27/79
EJ Since 1890 in Circle Logo	1,776,613	6/15/93
Endicott Johnson	1,139,981	9/30/80
Father & Son	1,102,786	9/19/78
Trailbreakers (for shoes and boots)	1,312,443	1/1/85

WHEREAS, EJ Footwear LLC, a Delaware limited liability corporation, having its principal offices at 377 Riverside Drive, Franklin, Tennessee 37064 desires to acquire the Trademarks;

WHEREAS, EJC filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code on December 13, 1999 with the United States Bankruptcy Court for the Northern District of New York (the "Bankruptcy Court");and

WHEREAS, the Bankruptcy Court has entered an Order approving the sale of the trademarks under section 363 of the Bankruptcy Code free and clear of all liens, claims and encumbrances (the "Sale Order").


NOW, THEREFORE, in consideration of the sum of \$14,500 and other good and valuable consideration, the receipt of which is hereby acknowledged, EJC hereby assigns to EJ Footwear LLC all right, title and interest in the United States in and to the trademarks together with the goodwill of the business symbolized by the trademarks and registrations thereof. This assignment is made **AS IS, WHERE IS AND WITH ALL FAULTS**. EJC makes no representations or warranties with respect to the trademarks except that (a) it holds title to the

trademark registrations referred to above and (b) pursuant the Sale Order, the assignment is free and clear of all liens, claims and encumbrances in the trademarks.

Signed at Manchester MA, this 6th day of ~~June~~^{July}, 2000.

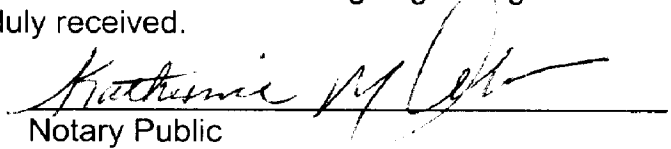
ENDICOTT JOHNSON CORPORATION

By: _____
Its: _____



Massachusetts
State of ~~Ohio~~ }
ESSEX } SS
County of Hamilton }

On this 6th day of ~~June~~^{July}, 2000, personally appeared George Newman, to me known and known to me to be a Chairman of Endicott Johnson Corporation, the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.


Notary Public

KATHERINE M. AHEARN
NOTARY PUBLIC
My Commission Expires Sept. 23, 2005

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