

09-13-2000

Substitute Form PTO-1594
Attorney Docket No. 10294/417001
10294-458001



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Commissioner for Trademarks: Please record the attached copies of an original document.

<p>1. Name of conveying party(ies): H.H. BROWN SHOE COMPANY, INC.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation—State - Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): COLUMBIA INSURANCE COMPANY 4016 Farnam Street Omaha, Nebraska 68131</p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation—State - Nebraska _____ <input type="checkbox"/> Other _____</p> <p>If the assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: July 6, 2000</p>	

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

A. Trademark Application No(s):

B. Trademark No(s).
2,312,303 – HEALTHFIT;
2,352,683 – COMFORTCARD

Additional numbers attached? Yes No

<p>5. Name/address of party to whom correspondence concerning document should be mailed:</p> <p>TIMOTHY A. FRENCH Fish & Richardson P.C. 225 Franklin Street Boston, MA 02110-2804</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR §3.41): \$65.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to charge Deposit Account.</p> <p>8. Deposit Account No.: 06-1050 Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.</p>
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DO NOT USE THIS SPACE

09/12/2000 MTHAI1 00000373 2312303
40.00 OP
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01 FC:481
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9. Statement and Signature: To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.

Timothy A. French
Reg. No. 32115
Name of Person Signing

Signature

08/16/00
Date

Date

Total number of pages including cover sheet, attachments, and document: 4

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CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL 22469818048

I hereby certify under 37 CFR §1.10 that this correspondence is being deposited with the United States Postal Service as Express Mail Post Office to Addressee with sufficient postage on the date indicated below and is addressed to BOX ASSIGNMENT, Commissioner of Patents, Washington, DC 20231.

8-16-2000
Date of Deposit

Signature

Linda Wesley
Typed Name of Person Signing Certificate

TRADEMARK ASSIGNMENT

WHEREAS, H.H. Brown Shoe Company, Inc., a corporation organized and existing under the laws of the State of Delaware, with a principal place of business at 124 West Putnam Avenue, Greenwich, Connecticut 06830 ("Assignor"), is the owner of the trademarks and corresponding trademark registrations identified in Exhibit A annexed hereto and the goodwill represented thereby; and

WHEREAS, Columbia Insurance Company, a corporation organized and existing under the laws of the State of Nebraska, having its principal place of business at 4016 Farnam Street, Omaha, Nebraska 68131, ("Assignee"), is desirous of acquiring the trademarks and trademark registrations listed in Exhibit A and the goodwill represented thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all of its right, title and interest in and to the trademarks and trademark registrations identified in Exhibit A, together with the goodwill of the business connected with the use of and symbolized by these trademarks. Assignor further assigns to Assignee the right to sue for and collect damages for past infringements of the trademarks identified in Exhibit A.

H.H. Brown Shoe Company, Inc.

Date: JULY 6, 2000

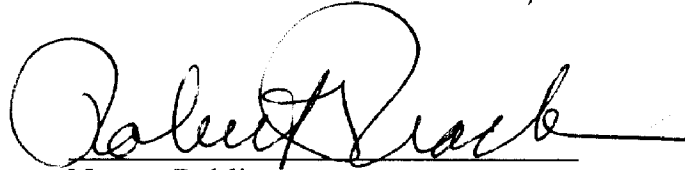

By: James E. Issler
Title: President

State of Connecticut :
County of FAIRFIELD : SS.

On this 6th day of JULY, 2000, before me personally appeared

James E. Issler, who being by me duly sworn, did depose and say that he is the person described in and who executed the foregoing Assignment, and that he has the authority to sign his name thereto.

Given under my hand and notarial seal this 6th day of JULY, 2000.



Notary Public

My Commission Expires: 12-31-2002

ROBERT PRACH
NOTARY PUBLIC
My Commission Expires 12/31/2002

[notarial seal]

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EXHIBIT A

<u>TRADEMARK</u>	<u>U.S. REGISTRATION NO.</u>	<u>ISSUE DATE</u>
HEALTHFIT	2,312,303	January 25, 2000
COMFORTCARD	2,352,683	May 23, 2000