

TRADEMARKS ONLY

10-27-2000

To Honorably
Please record this



101497761

Trademarks:
copy thereof.

1. NAME OF PARTIES CONVEYING AN INTEREST

The Associated Merchandising Corporation
500 Seventh Avenue
New York, NY 10018

7-21-00

- Entity: Associated Merchandising Corp.
- Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State New York
 Other _____

Name: Mervyn's Brands, Inc.
Internal Address: Attn: Kristina Kemp
Street Address: 33 South Sixth Street, CC-38D

- City: Minneapolis
State: MN
Zip: 55402
Entity: Mervyn's Brands, Inc.
- Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State Minnesota
 Other _____
 Citizenship _____

3. INTEREST CONVEYED:

- Assignment Change of Name
 Security Agreement Merger
 Other _____

If not domiciled in the United States, a domestic designation is attached:
 Yes
 No

07-21-2000

U.S. Patent & TMO/TM Mail Rept Dt. #66

(The attached document must not be an assessment)

4. APPLICATION NUMBER(S) OR REGISTRATION NUMBER(S). ADDITIONAL SHEET ATTACHED? YES NO

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,138,404

5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT

Name: Mervyn's Brands, Inc.
Internal Address: c/o Kristina A. Kemp
CC-38D
Street Address: 33 South Sixth Street
City: Minneapolis
State: MN
Zip: 55402

6. NUMBER OF APPLICATIONS AND REGISTRATIONS INVOLVED:

1

7. AMOUNT OF FEE ENCLOSED OR AUTHORIZED TO BE CHARGED:

Applicable service fee charged to deposit account.

8. DEPOSIT ACCOUNT NUMBER (ATTACH DUPLICATE COPY OF THIS FORM IF PAYING BY DEPOSIT ACCOUNT):

20-0089

DO NOT USE THIS SPACE

9. DATE OF EXECUTION OF ATTACHED DOCUMENTS:

6 July 2000

10. I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA THAT THE FOREGOING IS TRUE AND CORRECT. EXECUTED ON:

10 July 2000
Date
Kristina A. Kemp
Signature

Kristina A. Kemp
Name of Person Signing

D



ASSIGNMENT OF REGISTRATION TRADEMARK

07-21-2000

U.S. Patent & TMOfo/TM Mail Ropt Dt. #66

WHEREAS, The Associated Merchandising Corporation (AMC), a New York corporation located and doing business at 500 Seventh Avenue, New York, New York 10018, has adopted and used the trademark GALLERIA which was registered as of August 5, 1980, in the United States Patent and Trademark office under, Registration No. 1,138,404; and

WHEREAS, Mervyn's Brands, Inc. (MBI), a Minnesota corporation located and doing business at 33 South Sixth Street, Minneapolis, Minnesota 55402, is currently using the trademark GALLERIA, with the permission of AMC, and desirous of acquiring the trademark GALLERIA and the registration thereof;

NOW, THEREFORE, in consideration of and in exchange for the sum of Ten Dollars and 00/XX (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, AMC does hereby assign unto MBI all rights, title, and interest, if any, that it may have in and to the trademark GALLERIA and the said registration, together with the good will of the business symbolized by the trademark.

AMC makes no representations, guarantees, or warranties concerning its ownership of this trademark registration.

Date: July 6, 2000

ATTEST:

The Associated Merchandising Corporation

Valerie R. Owen
Secretary

By: [Signature]
Name: Richard J. Kuzmich
Title: President, CEO