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To the Honorable Commissioner

101575404

the attached original documents or copy thereof.

1. Name of conveying party(ies):

The Walking Company

*MKS
12.19.00*

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

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

2. Name and address of receiving party(ies):

Name: SHOES.COM, INC.

Internal Address:

Street Address: 9453 Owensmouth Avenue

City: Chatsworth State: CA ZIP: 91311

- 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

3. Nature of conveyance:

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

Execution Date: 12/13/2000

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

A. Trademark Application No.(s)

75/788,392

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: Harvey S. Hertz

Internal Address:

Street Address: 9777 Wilshire Blvd., #805

City: Beverly Hills State: CA ZIP: 90212

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:

(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.

Harvey S. Hertz
Name of Person Signing

[Signature]
Signature

12-14-00
Date

Total number of pages comprising cover sheet:

1

ASSIGNMENT OF TRADEMARK

THE WALKING COMPANY, a corporation under the laws of California, is the owner of Patent and Trademark Office Application Serial No. 75/788,392, filed August 30, 1999, covering the trademark SHOES.COM.

SHOES.COM, INC., a corporation under the laws of Delaware, having a place of business at 9453 Owensmouth Avenue, Chatsworth, CA 91311, is the successor to the business of THE WALKING COMPANY to which this mark pertains.

For and in consideration of the sum of One (\$1.00) Dollar and other valuable consideration, the receipt of which is hereby acknowledged, THE WALKING COMPANY by these presents does sell, assign, and transfer unto SHOES.COM, INC. the entire right, title and interest in and to the trademark SHOES.COM and the United States application for registration thereof, Serial No. 75/788,392, filed August 30, 1999, together with that part of the good will of the business connected with the use of and symbolized by said mark.

And for the same consideration, THE WALKING COMPANY further assigns to SHOES.COM, INC. all of its right, title, and interest to all damages and profits for past infringement of said trademark.

THE WALKING COMPANY

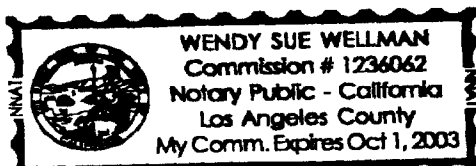
By: 

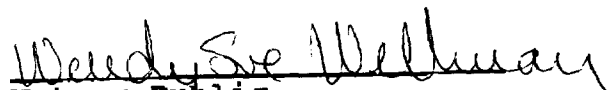
Dan Zuckerman
Vice President

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES

On December 13 2000, before me, personally appeared Dan Zuckerman, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature executed this instrument.

WITNESS my hand and official seal.




Notary Public

RECORDED: 12/19/2000

TRADEMARK
REEL: 002208 FRAME: 0722