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DEPARTMENT OF COMMERCE
Patent and Trademark Office

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U.S. Patent & TMO/TM Mail Rcpt Dt. #57

05-02-2001

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

ATTN: BOX ASSIGNMENT

1. Name of conveying party(ies):

Rite Aid Corporation
a Delaware corporation

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

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

Name Rite, L.L.C.
a Delaware Limited Liability company

Street Address: 31797 Highway 79 South

City: Temecula State: California Zip: 92592
Domestic Representative designation attached? Yes No

Additional name(s) & address(es) attached?
 Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Effective Date: March 25, 2001
Execution Date: March 25, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,421,850 and 2,427,245

Additional numbers attached: Yes No

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

Name: Brett I. Miller, Esq.
Internal Address: Morgan, Lewis & Bockius LLP
Attn: TMSU

Street Address: 1800 M Street, N.W.
City: Washington State: DC Zip: 20036

6. Total number of applications and trademarks involved: 2

7. Total fee (37 C.F.R §3.41): \$65.00
 Enclosed
 Authorized to be charged to deposit account 13-4520
 Debit insufficiency or credit over payment to Deposit Account No. 13-4520

8. Deposit account number: 13-4520
Attach duplicate of page if paying by deposit account

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.

Brett I. Miller
Name of Person Signing

[Signature]
Signature

April 2, 2001
Date

Total number of pages including cover sheet, attachments and documents: 2

05/09/2001 6TON11 00000022 2421850

01 FC:481
02 FC:482

40.00 OP
25.00 OP

TRADEMARK ASSIGNMENT

This Trademark Assignment is made on this 25th day of March, 2001, by Rite Aid Corporation, a Delaware corporation, having a principal business address at 30 Hunter Lane, Camp Hill, Pennsylvania 17011, (hereinafter "Assignor"), in favor of Name Rite, L.L.C., a Delaware Limited Liability Company, having a principal business address at 31797 Highway 79 South, Temecula, California 92592, (hereinafter "Assignee").


WHEREAS, Assignor is the owner of all right, title and interest in and to the registrations RITE AID 10 MINUTE PRESCRIPTIONS Plus Design (Reg. No. 2,421,850) and PERFECT PAIRS (Reg. No. 2,427,245) (hereinafter "Marks"), and the goodwill developed through the use of the Marks;

WHEREAS, Assignee is desirous of acquiring all right, title, and interest to the Marks and the goodwill developed through the use of the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, the entire right, title, interest in and to the Marks and the goodwill of the business symbolized by the Marks. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

Signed this 25th day of March, 2001.

RITE AID CORPORATION

By: 
Name: ELLIOT S GELSON
Title: SR EXEC V.P.