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07-23-2001

HEET

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)



JOY OF COMMERCE mark Office

101786020

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

<p>1. Name of conveying party(ies): Staples, 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) of conveying party(ies) 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: June 29, 2001</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: Staples The Office Superstore, Inc. Internal Address: Street Address: 100 Pennsylvania Avenue Framingham, MA 01701</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-Delaware <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> yes <input checked="" type="checkbox"/> no (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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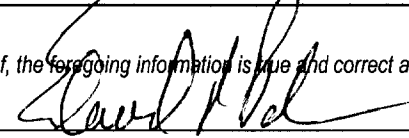
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) 2,003,027 2,014,936 1,891,487</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence Concerning document should be mailed:</p> <p>Name: Edward F. Perlman Address: WOLF, GREENFIELD & SACKS, P.C. Federal Reserve Plaza 600 Atlantic Avenue Boston, MA 02210</p>	<p>6. Total number of applications and registrations involved:..... [3]</p> <p>7. Total fee (37 CFR 3.41).....\$ 90.00 <input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account The Commissioner is authorized to charge:</p> <p>8. Deposit Account No: 23/2825</p>
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01 FC:481 40.00 DP
02 FC:482 50.00 DP

DO NOT USE THIS SPACE

<p>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.</p> <p>Edward F. Perlman Name of Person Signing</p>	 Signature	<p>7/11/01 Date</p>
<p>Total number of pages including cover sheet, attachments, and document: [4]</p>		

Mail documents to be recorded with required cover sheet information to: Box Assignment, Commissioner of Patents and Trademarks, Washington, D.C. 20231

DEED OF ASSIGNMENT WITH GOODWILL
OF ASSIGNED MARKS

THIS ASSIGNMENT is made the 29th day of June 2001, between Staples, Inc., a corporation organized under the laws of Delaware, with a principal place of business at 100 Pennsylvania Avenue, P.O. Box 9328, Framingham, MA 01701 (the "Assignor"), and Staples The Office Superstore, Inc., a Corporation organized under the laws of Delaware with its principal place of business at 100 Pennsylvania Avenue, Framingham, MA 01701 (the "Assignee").

WHEREAS, the Assignor has adopted and used the trademarks listed in Schedule A attached hereto in the United States of America and is the owner of the registrations thereof shown in the said schedule; and

WHEREAS, the Assignee wishes to acquire all of the Assignor's rights in and to the trademarks and the good will associated therewith.

NOW THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interests in and to the trademarks including common law rights and the registrations thereof together with the good will of the business which is symbolized by the trademarks and with the right to recover for damages and profits and all other remedies for past infringements thereof.

Assignor

Staples, Inc.

By: 

Name: Jack A. VanWoerkom

Title: Senior Vice President & General Counsel

Assignee

Staples the Office Superstore, Inc.

By: 

Name: Jack A. VanWoerkom

Title: Senior Vice President & General Counsel

SCHEDULE A
TO
DEED OF ASSIGNMENT WITH GOODWILL
OF ASSIGNED MARK(S)
Between Staples, Inc.
and
Staples the Office Superstore, Inc.

United States Principal Register

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
STAPLES NATIONAL ADVANTAGE	2,003,027	September 24 , 1996
STAPLES BUSINESS ADVANTAGE	2,014,936	November 12, 1996
STAPLES THE OFFICE SUPERSTORE	1,891,487	April 25, 1995