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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

The Torbitt & Castleman Company, LLC

1-24-02

- Individual(s)
- General Partnership
- Corporation-State
- Other a Delaware limited liability compan
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 12/20/01

2. Name and address of receiving party(ies)

Name: WALGREEN CO.

Internal Address: LAW DEPARTMENT - MS#2252

Street Address: 200 WILMOT ROAD

City: DEERFIELD State: IL Zip: 60015

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State ILLINOIS
- 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

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

A. Trademark Application No.(s) 76/299315

B. Trademark Registration No.(s)

Additional number(s) attached  Yes  No

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

Name: ROBERT R. DELANEY, JR., ESQUIRE

Internal Address: WALGREENS

LAW DEPARTMENT - MS#2252

Street Address: 200 WILMOT ROAD

City: DEERFIELD State: IL Zip: 60015

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:

DO NOT USE THIS SPACE

9. Signature.

TERRY KEENAN-KLOEPFER

Name of Person Signing

*Terry Keenan-Kloepfer*  
Signature

1/21/02

Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK  
REEL: 002442 FRAME: 0313

POWER OF ATTORNEY

Walgreen Co., Assignee to the Assignment of the trademark MUCHOS AMIGOS, Application No. 76/299315, hereby appoints Robert R. Delaney, Jr., Esq. with a mailing address of Walgreen Co., 200 Wilmot Road, Mail Stop 2522, Deerfield IL 60015, telephone number (847) 914-2787, with full power of substitution, the power of appointment of an associate attorney, and the power of revocation, to record this Assignment, to transact all business in the Patent and Trademark Office in connection therewith and to receive all documents.

WALGREEN CO.

By: \_\_\_\_\_

  
Allan M. Resnick  
Vice President

*RRD*

**ASSIGNMENT OF TRADEMARKS**

**WHEREAS, THE TORBITT & CASTLEMAN COMPANY, LLC**, a Delaware limited liability company, having a place of business at 800 Market Street, Floor 29, St. Louis, Missouri 63101 ("Assignor"), has filed a trademark application for the mark "MUCHOS AMIGOS," Serial No. 76/299315, as evidenced by the filing receipt attached hereto and made a part hereof; and

**WHEREAS, WALGREEN CO.**, an Illinois corporation, having a place of business at 200 Wilmot Road, Deerfield, Illinois 60015 ("Assignee"), desires to acquire the entire right, title and interest in, to and under said mark and application therefor:

**NOW, THEREFORE**, for and in consideration of the sum of One Dollar (\$1.00), to it in hand paid by said Assignee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor sells, assigns, transfers and sets over to said Assignee, all its right, title and interest in, to and under said mark, together with the goodwill of the business symbolized by the mark, and application therefor.

**IN TESTIMONY WHEREOF**, Assignor has executed this assignment by its duly authorized officer this 20 day of December, 2001.

**Assignor:**

**THE TORBITT & CASTLEMAN COMPANY, LLC**

By: \_\_\_\_\_

Name: William E. Taylor

Title: Vice President

**CERTIFICATE OF ACKNOWLEDGEMENT**

STATE OF MISSOURI     )  
                              *St Louis*     )  
COUNTY OF           *City*           )

On this   20   day of   December  , 200  1  , before me appeared  
  William E. Taylor  , the person who signed the foregoing  
instrument, who acknowledged that he executed the above assignment as a free act on  
behalf of the Assignor identified therein, with authority to do so.

                              *J.J. Broleman*                                
Notary Public

J.J. BROLEMAN  
Notary Public - Notary Seal  
STATE OF MISSOURI  
St. Louis City  
My Commission Expires: Oct. 11, 2004

Subscribed and sworn to  
before me this   20<sup>th</sup>   day of  
  December  , 200  1  .

My commission expires:           *October 11*          , 20  04