

03-14-2002



102011453

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌

FINANCE SECTION

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

1. Name of conveying party(ies):

McCrory Corporation

2-26-02

- 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: HGG Acquisition Corp.

Internal

Address:

Street Address: 2955 East Market Street

City: York State: PA Zip: 17402

- 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 see attached "Statement 3"
- Merger
- Change of Name

Execution Date: September 30, 1997

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,374,322

Additional number(s) attached  Yes  No

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

Name: Gary B. Schmidt

Internal Address: Sweeney Lev

Street Address: 51 East 42nd Street

Suite 1806

City: New York State: NY Zip: 10017-5404

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.

03/13/2002 DBYRME 00000093 1374322

Gary B. Schmidt

Name of Person Signing

Signature

Date

20 Jan 2002

Total number of pages including cover sheet, attachments, and document: 11

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

TRADEMARK REEL: 002461 FRAME: 0060

**Statement 3  
to Recordation Form Cover Sheet**

Document previously recorded on Reel 1630 / Frame 0960 contained an error in registration number 1,374,332.

Document re-recorded to correct error on stated reel and to remove a registration number (1,704,692) erroneously listed.

10-09-1997

481 - 513.00  
484 120.00

Trademark

To the Holder  
Please rec



100543757

ts & Trademarks:  
or copy thereof.

MRD 10-9-97

Docket No.: H19-002.2

Record As of Oct 9, 1997

1- Name of conveying Party(ies): McCrory Corporation

- Individual(s)
- General Partnership
- Corporation
- Other: \_\_\_\_\_
- Association
- Limited Partnership

2- Assignee(s): HGG Acquisition Corp.  
Address(es): 2955 East Market Street  
York, Pennsylvania 17402

- Individual citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation \_\_\_\_\_
- 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)

3- Nature of Conveyance:

- Assignment
- Merger
- Other: \_\_\_\_\_
- Change of Name
- Security Agreement

EXECUTION DATE: September 30, 1997

4- Registration number(s):

<u>REGISTERED MARK</u>	<u>REGISTRATION NO.</u>
YDC & Design	1,996,658
McCRORY 5 & 10 & Design	1,948,592
PARMAK	1,704,692
McCRORY	1,374,332
QUALITY TRADITION & Design	1,334,808
THE VARIETY PLACE	1,315,112
PETALOVE	1,213,731
McCRORY STORES (stylized letters)	1,155,951
CAPT. MAC HEAD (Design Only)	1,102,911
CAPT. MAC'S & Design	1,102,403

00000070 DM:04030 199658  
40.00 CP  
475.00 CP  
120.00 CH

Y YDC & Design	991,638
McLELLAN'S	936,278
H.L. GREEN	937,805
YDC	939,127
ALPINE	767,610
McCRORY'S	777,989
PRESTIGE	753,385
PRESTIGE	737,223
ROYAL CHOICE	739,755
BEST-FLEX	253,607

5- Name and Address of party to whom correspondence concerning document should be mailed:

Henry D. Coleman, Esq.  
 COLEMAN SUDOL, LLP  
 270 Madison Avenue, Suite 1301  
 New York, NY 10016  
 (212) 679-0090

6- Total number of applications and Registrations involved: 20

7- TOTAL FEE (37 CFR 3.41): \$ 515.00

Enclosed (The Commissioner is hereby authorized to charge the deposit account any additional fees required or to credit any overpayment to Deposit Account No: 04-0838. Duplicate of this sheet is enclosed)

Authorized to be charged to Deposit Account

8- Deposit Account No: 04-0838

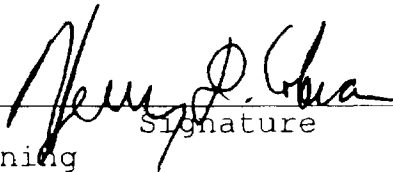
(Attach duplicate copy of this page if paying by deposit account)

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.

Henry D. Coleman  
 Reg. No.: 32,559  
 Name of Person Signing



Signature

October 7, 1997  
 Date

Total number of pages including cover sheet, attachments, and document: 5

## ASSIGNMENT

WHEREAS, pursuant to an Asset Acquisition Agreement dated September, 1997 ("the Agreement"), McCrory Corporation, a corporation organized and existing under the laws of the State of Delaware having a place of business at 2955 East Market Street, York, Pennsylvania 17402 (hereinafter, "MCCRORY"), has transferred and agreed to transfer all of its right, title and interest in and to the trademarks, service marks, titles, names, copyrights, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, trade names and trademark and service mark registrations, including those set forth in Schedule A, attached hereto, (hereinafter, "the Trademarks"); and,

WHEREAS, pursuant to the Agreement, HGG Acquisition Corp., a corporation organized and existing under the laws of the State of Delaware, having, upon the closing under the Agreement, a place of business at 2955 East Market Street, York, Pennsylvania 17402 (hereinafter, "HGG"), has acquired and is desirous of acquiring from MCCRORY any and all right, title and interest in and to the Trademarks, together with the good will of the businesses appurtenant thereto and symbolized thereby, and in and to all rights under said Trademarks.

NOW, THEREFORE, for good and valuable considerations to it in hand paid, the receipt and sufficiency of which is mutually acknowledged, MCCRORY has assigned and does hereby assign, sell, transfer, convey and grant to HGG, its successors and assigns, any and all rights, title and interest which it has in and to the Trademarks together with the good will of the businesses appurtenant thereto and which is symbolized thereby.

MCCRORY hereby authorizes and requests the United States Commissioner of Patents and Trademarks and the empowered official of any foreign trademark office to issue any and all trademark and service mark registrations which may issue with respect to the Trademarks to HGG, its successors and assigns, in accordance with this Assignment.

MCCRORY further assigns, pursuant to the Agreement, to HGG, its successors and assigns, all claims for damages by reason of past infringement of the Trademarks and the right to bring or maintain suit at law and equity for past infringement of the Trademarks and to retain for the benefit of HGG, all damages or settlements arising from said past infringements, effective the date of execution of this Assignment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 30 day of September, 1997.

McCrorry Corporation



By: Paul Weiner  
Title: Senior Vice-President and Treasurer

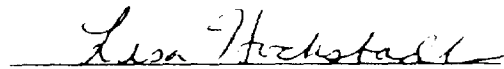
STATE OF New York )

) ss. :

COUNTY OF New York )

On this 30 day of September, 1997, before me personally appeared Paul Weiner, to me known, and who, being duly sworn, did depose and say that he is the Senior Vice-President & Treasurer of McCrorry Corporation, the corporation described in and which executed the above instrument.

(Seal)



Notary Public  
My Commission Expires:

LISA HOCHSTADT  
Notary Public, State of New York  
No 02HO4993279  
Qualified in Kings County  
Commission Expires March 9, 1998

McCrorry Corp. Trademark Assignment  
H19-002

-2-

TRADEMARK  
REEL: 002461 FRAME: 0065

Schedule A  
U.S. REGISTERED TRADEMARKS AND/OR SERVICE MARKS  
McCrorry Corporation

<u>REGISTERED MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
YDC & Design	1,996,658	8/27/96
MCCRORY 5 & 10 & Design	1,948,592	1/16/96
PARMAK	1,704,692	8/4/92
MC CRORY	1,374,332	12/3/85
QUALITY TRADITION & Design	1,334,808	5/7/85
THE VARIETY PLACE	1,315,112	1/15/85
PETALOVE	1,213,731	10/26/82
MCCRORY STORES (Stylized letters)	1,155,951	5/26/81
CAPT. MAC HEAD (Design Only)	1,102,911	9/19/78
CAPT. MAC'S & Design	1,102,403	9/12/78
Y YDC & Design	991,638	8/20/74
MC LELLAN'S	936,278	6/20/72
H.L. GREEN	937,805	7/11/72
YDC	939,127	7/25/72
ALPINE	767,610	3/31/64
MC CRORY'S	777,989	9/29/64
PRESTIGE	753,385	7/23/63
PRESTIGE	737,223	9/4/62
ROYAL CHOICE	739,755	10/23/62
BEST-FLEX	253,607	3/5/29

McCrorry Corp. Trademark Assignment  
H19-002

-3-