

RECORDATION FORM COVER SH
TRADEMARKS ONLY

04-22-2002



Commerce
Office
eof.

To the Honorable Commissioner of Patents and Trademarks: Please record the

1. Name of conveying party(ies):
Willshe Wear International LLC

Individual Association
 General Partnership Limited Partnership
 Corporation
 Other limited liability company

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

4-4-02

2. Name and a
Name: The TJX Companies, Inc.

102063194

Internal Address: _____

Street Address: 770 Cochituate Road

City: Framingham State: MA ZIP: 01701

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - 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 Merger
 Security Agreement Change of Name
 Other Termination of Encumbrances in Trademarks

Execution Date: February 15, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s):

Additional numbers attached? Yes No

B. Trademark Registration No. 1989532, 1129297, 1282566, 1995384

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

Name: T. Maria Lam, Esq.

Internal Address: Foley Hoag & Eliot LLP

Street Address: One Post Office Square

City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):.....\$115
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
06-1446

(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.

T. Maria Lam, Esq.
Name of Person Signing

Signature

March 25, 2002
Date

04/19/2002 DBYRNE 00000241 061446 1989532

Total number of pages comprising cover sheet: 1

01 FC:481 40.00 CH
02 FC:482 75.00 CH

TERMINATION OF ENCUMBRANCES IN TRADEMARKS

Reference is made to the following instruments (collectively, the "Notices of Encumbrance"):

1. Memorandum of Exclusive License Agreement from Willshe Wear International LLC ("Willshe") to The TJX Companies, Inc. ("TJX") recorded with the United States Patent and Trademark Office on April 24, 1998, Reel 1716, Frame 0159.
2. Memorandum of Exclusive License Agreement from Willshe to TJX recorded with the United States Patent and Trademark Office on May 12, 1998, Reel 1723, Frame 0593.
3. Trademark Security Agreement from Willshe to TJX recorded with the United States Patent and Trademark Office on July 9, 1998, Reel 1762, Frame 0794.

The Notices of Encumbrance relate to the following trademarks and U.S. trademark registrations (collectively, the "Subject Trademarks") owned in the name WW Worldwide Licensing Corp., the licensor of Willshe:

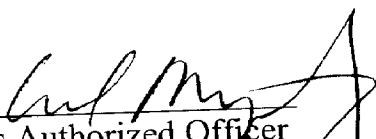
<u>Mark</u>	<u>Registration No.</u>
WILLI SMITH	1,989,532
WILLI WEAR	1,129,297
WILLI WEAR	1,282,566
WILLI WEAR	1,995,384

As to each of the Subject Trademarks, TJX, on behalf of itself, its successors, legal representative and assigns, and for valuable consideration, the receipt and sufficiency it acknowledges, hereby terminates and acknowledges the termination of the encumbrances evidenced by the Notices of Encumbrance, and releases all right, title and interest of TJX in and to the Subject Trademarks.

TJX hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to record the release and termination of encumbrances of TJX in the Subject Trademarks set forth herein.

IN WITNESS WHEREOF, TJX has caused this Termination of Encumbrances in Trademarks to be executed by its duly authorized representative this 5TH day of February, 2002.

THE TJX COMPANIES, INC.

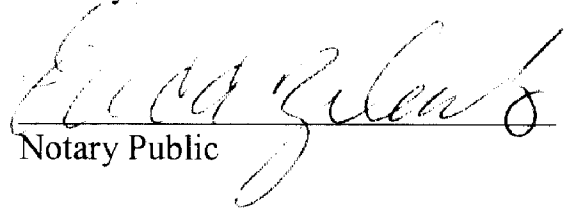
By 
Its Authorized Officer
Name: CAROL MEYROWITZ
Title: EXEC. V.P.

COUNTRY OF U.S.A.
THE COMMONWEALTH OF MASSACHUSETTS
COUNTY OF MIDDLESEX

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) SS.:
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CAROL

On the day 15TH of February 2002 before me personally appeared NEIDOWITZ to me known, who, being by me duly sworn, did depose and say that ~~he~~/she is the EXP ~~title~~ of The TJX Companies, Inc., the corporation described in and which executed the above instrument, that he/she knows the seal of said corporation, that the seal affixed to said instrument is such corporate seal, that it was so affixed by authority of the board of directors of said corporation, and that he/she signed this instrument by like authority.


Notary Public

SEAL

Notary Public
Commission Expires