

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Docket No. MAZZG102

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

1. Name of conveying party(ies):
MAZEL STORES, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Ohio
 Other _____

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

2. Name and address of receiving party(ies)
Name: MZ TradeMark, LLC
Internal _____
Address: _____
Street Address: 31000 Aurora Road
City: Solon State: OH Zip: 44139

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Company

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 _____

Execution Date: February 11, 2002

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

B. Trademark Registration No.(s) 2,261,343;
932,558; 1,619,404; 1,218,070

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Warren A. Sklar
Internal Address: FAX 216 621 6165
Renner, Otto, Boisselle & Sklar, LLP

Street Address: 1621 Euclid Avenue
Nineteenth Floor

City: Cleveland State: OH Zip: 44115

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
18-0988

DO NOT USE THIS SPACE

9. Signature.

Warren A. Sklar  July 11, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

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

ASS.SLAYMAKER

ASSIGNMENT OF REGISTERED TRADEMARKS

WHEREAS, MAZEL STORES, INC. a corporation of the State of Ohio, having an office and place of business at 200 Helen Street, South Plainfield, New Jersey 07080, is the owner of the following United States Trademark Registrations:

REG. NO.: 2,261,343 for SLAYMAKER

REG. NO.: 932,558 for SLAYMAKER

REG. NO.: 1,619,404 for S (Stylized Letters)

REG. NO.: 1,218,070 for S (and Design)

the rights to the trademarks set forth in said registrations and the goodwill associated with the trademarks;

Whereas MZ TradeMark, LLC, an Ohio limited liability company, having an office and place of business at 31000 Aurora Road, Solon, Ohio 44139, desires to acquire all rights, title and interest in the aforesaid trademarks, trademark registrations and the goodwill associated therewith;

NOW, THEREFORE, for ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged. MAZEL STORES, INC. hereby transfers and assigns to MZ TradeMark, LLC, without representation, warranty or other recourse except as may be provided in the Asset Purchase Agreement of even date herewith between MAZEL STORES, INC. and MZ WHOLESALE ACQUISITION, LLC, the entire worldwide right, title and interest in and to the aforesaid registrations, the aforesaid trademarks and the goodwill of the business symbolized thereby, together with all claims for damages by reason of past infringement of said trademarks and/or trademark registrations, including the right to sue in its own name and to collect said damages for its own use.

MAZEL STORES, INC.

By: 

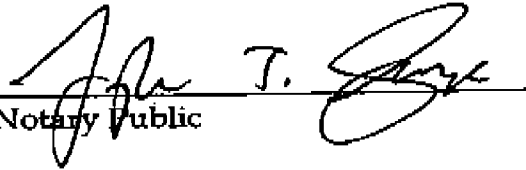
Name: Peter J Hayes

Title: CEO

Date: February 11, 2002

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.:

On the 11th day of February, 2002, before me, the undersigned, a Notary Public in and for said State, personally appeared PETER J. HAYES, personally known to me, or proved to me, on the basis of satisfactory evidence, to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

TYLER J. SAVAGE
Notary Public, State of New York
Qualified in Jefferson County
No. 6037294
Commission Expires February 14, 20 02