

05-28-2002

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



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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): 5-6-02 Value City of Michigan, Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [X] Corporation-State (Michigan) [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [ ] No

2. Name and address of receiving party(ies) Name: Schottenstein Stores Internal Corporation Address: Street Address: 1800 Moler Road City: Columbus State: OH Zip: 43207 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [X] 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 [X] No

3. Nature of conveyance: [X] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: April 1, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,988,751 Additional number(s) attached [ ] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Donald F. Frei Internal Address: Wood, Herron & Evans, L.L.P. Street Address: 2700 Carew Tower 441 Vine Street City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved: [ ] 7. Total fee (37 CFR 3.41): \$40.00 [X] Enclosed [X] Authorized to be charged to deposit account 8. Deposit account number: 23-3000

DO NOT USE THIS SPACE

9. Signature. Donald F. Frei Name of Person Signing Signature Date 2 May 2002

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

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

05/28/2002 AMWED1 00000042 1988751 01 FC:481 40.00

TRADEMARK REEL: 002513 FRAME: 0777

QUITCLAIM ASSIGNMENT

WHEREAS, Value City of Michigan, Inc., a corporation organized and existing under the laws of the State of Michigan (hereinafter referred to as the "ASSIGNOR"), has adopted and is using in the United States the Mark set forth in Exhibit A hereof; and

WHEREAS, Schottenstein Stores Corporation, a corporation organized and existing under the laws of the State of Delaware (hereinafter referred to as the "ASSIGNEE"), desires to acquire whatever rights ASSIGNOR may have to said Mark and goodwill associated with said Mark and any and all applications for registration therefor and registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the said ASSIGNOR does hereby assign and transfer to the said ASSIGNEE whatever right, title, and interest ASSIGNOR may own in and to said Mark and the applications and registrations for said Mark, together with the goodwill of the business symbolized by the Mark and the applications and registrations thereof, and all other rights which ASSIGNOR has enjoyed thereunder in the United States, including any and all rights of recovery based on past infringement of said Mark, applications and registrations, the same to be held and enjoyed by the ASSIGNEE, its successors and assigns, to the full end of the terms for which any of the aforesaid Mark are registered and any renewals of the terms thereof;

AND for the same consideration, the said ASSIGNOR hereby covenants and agrees to and with the said ASSIGNEE, its successors, legal representatives and

assigns, that the said ASSIGNOR will, whenever counsel of the said ASSIGNEE, or the counsel of its successors, legal representatives and assigns, shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificates, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts necessary or desirable to be done for the procurement, maintenance, enforcement and defense of said Mark and applications for and registrations thereof without charge to the said ASSIGNEE, its successors, legal representatives and assigns.

This Assignment is effective December 31, 1995 as to the mark and registration identified in Exhibit A.

Signed at COLUMBUS in the County of FRANKLIN State of OHIO, this FIRST day of APRIL 2002.

VALUE CITY OF MICHIGAN, INC.

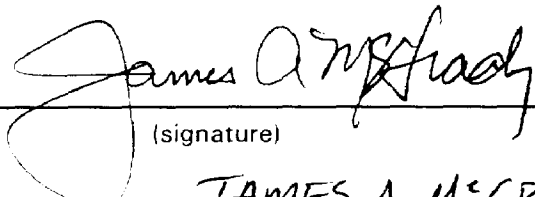
By:   
(signature)  
Name: JAMES A. McGRADY  
Title: CFO

EXHIBIT A

<u>MARK</u>	<u>REG. NO.</u>	<u>SERIAL NO.</u>
ACTIVE ESSENTIALS	1,988,751	

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