

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



05-14-2002

Patent & TMO/TM Mail Rept. Dt. #40

05-28-2002



102103529

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New 5.14.02
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

U.S. PATENT AND TRADEMARK OFFICE
 RECEIVED
 TRADEMARKS PROCESSING CENTER
 MAY 16 1:31 PM '02

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

05/24/2002 00000049 78007836

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
475.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to the
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002514 FRAME: 0074

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number ext.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text" value="78/007836"/>	<input type="text" value="76/276174"/>	<input type="text" value="76/141571"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="767,610"/>	<input type="text" value="253607"/>	<input type="text" value="937,805"/>
<input type="text" value="1,374,322"/>	<input type="text" value="777,989"/>	<input type="text" value="1,948,592"/>
<input type="text" value="2,450,245"/>	<input type="text" value="936,278"/>	<input type="text" value="1,213,731"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Marc D. Moel

Name of Person Signing

Signature

Date Signed

Trademark Assignment Recordation

McCrary Corporation –to- A.I.J.J. Enterprises, Inc.

Additional Trademark Registrations (cont'd from Recordation Cover Sheet)

Registration Numbers:

737,273
753,385
1,334,808
739,755
1,315,112
939,127
991,638
1,996,658

ASSIGNMENT

WHEREAS, pursuant to an Assignment and Assumption of Leases and Assignment and sale of Intellectual Property Agreement dated January 15, 2002 (the "Agreement"), McCrory Corporation, a corporation organized and existing under the laws of the State of Delaware having a place of business at 12 West Market Street, York, Pennsylvania and each of its subsidiaries, including but not limited to T.G. & Y. Stores Co., J.J. Newberry Co. and Mack Realty Holding Company (hereinafter, collectively "Assignor"), agreed to transfer and assign all of its or their right, title and interest in and to the trademarks, service marks, titles, names, copyrights, trade styles, trade dress, logos, and registrations thereof, together with the good will of the business symbolized by said marks, names, and/or registrations, as well as all other source of business identifiers, designs and general intangibles of like nature, trade names and trademark and service mark registrations, as set forth in Schedule A, attached hereto (hereinafter "the Trademarks"); and,

WHEREAS, pursuant to the Agreement, A.I.J.J. Enterprises, Inc., a corporation organized and existing under the laws of the State of New York, having a place of business at 1000 Pennsylvania Avenue, Brooklyn, New York 11207 (hereinafter "Assignee"), has hereby acquired and is desirous of acquiring

60060/001/01014796.1-SUS

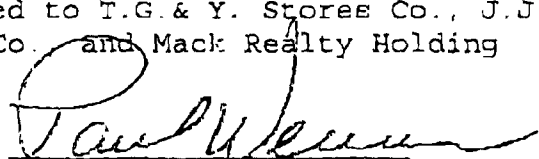
from Assignor any and all right, title and interest in and to the Trademarks, together with the good will of the businesses appurtenant thereto and symbolized thereby, and in and to all rights under said Trademarks.

NOW, THEREFORE, for good and valuable consideration to it in hand paid, the receipt and sufficiency of which is mutually acknowledged, Assignor has assigned and does hereby assign, sell, transfer, convey and grant to Assignee, 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.

Assignor 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 Assignee, its successors and assigns, in accordance with this Assignment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this 16th day of April, 2002.

McCrory Corporation on behalf of itself and all its subsidiaries, including but not limited to T.G. & Y. Stores Co., J.J. Newberry Co. and Mack Realty Holding Company


By: Paul Weiner
Title: Senior Vice-President,
Treasurer, and Authorized
Representative

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

On this 10 day of April, 2002, 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 and Authorized Representative of McCrory Corporation, and/or its subsidiaries, including but not limited to T.G. & Y. Stores Co., J.J. Newberry Co., and Mack Realty Holding Company, the corporation or entities described in and which executed the above instrument.

Susan Epstein
Notary Public
My Commission Expires:

SUSAN EPSTEIN
Notary Public, State of New York
No. 01SU4527552
Qualified in New York County
Commission Expires Oct. 31, 2007

Schedule "A"
Owner: Mc Garry Corporation
 3 Line Case Print by Mark
 Date of Report: 30JUN2002

Docket No.	City	Type	Status	Cur App Ct	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
NCCRO-002	USA	REGISTERED	17AP2963	166914	11MR1984	7676:0	31MR2004	31MR2004	31MR2004
Attorney: SCHMIDT Mark: ALPINE		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 25		
NCCRO-008	USA	REGISTERED		267225	05NR1989	25367	05MR2009	05NR2009	
Attorney: SCHMIDT Mark: BEST-EASY		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 25		
NCCRO-077	USA	APPLICATIO	12MY2000	78/007836					
Attorney: SCHMIDT Mark: DOLLAR ZONE		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 035		
NCCRO-022	USA	REGISTERED	29OC1970	374691	11JL1992	937805	11JL2002	11JL2002	
Attorney: SCHMIDT Mark: H. L. GREEN		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 42		
NCCRO-028	USA	REGISTERED	24OC1984	505355	03DE1985	1374322	03DE2005	03DE2005	
Attorney: SCHMIDT Mark: MC CRODY		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 042		
NCCRO-031	USA	REGISTERED			29SE1984	777989	29SE2004	29SE2004	
Attorney: SCHMIDT Mark: MC CRODY'S		Client/Division: 492057		Owner: 492057		Agent: S-L	Class & Type: IN 101		
NCCRO-029	USA	REGISTERED	02DE1994	74605545	06TR1996	1948592	16JA2006	16JA2006	
Attorney: SCHMIDT Mark: MCCRODY 5&10 and Design		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 42		
NCCRO-086	USA	REGISTERED	27DE1999	75/881,134	08MY2001	2,450,245	08MY2011	08MY2011	
Attorney: Mark: MCCRODY DOLLAR		Client/Division: 492057		Owner: 492057		Agent:	Class & Type: IN 35		
NCCRO-085	USA	APPLICATIO	22JER2001	76/276174					
Attorney: SCHMIDT Mark: MCCRODY'S DOLLAR ZONE		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 35		
NCCRO-027	USA	REGISTERED	29OC1970	72374692	20JN1992	936278	20JER2002	20JER2002	
Attorney: SCHMIDT Mark: WEDELIAVS		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 35		
NCCRO-057	USA	REGISTERED	18OC1979	235687	26OC1982	1233731	26OC2002	26OC2002	
Attorney: SCHMIDT Mark: FERALCIVE		Client/Division: 492057		Owner: 492057		Agent: SL&B	Class & Type: IN 01		
NCCRO-058	USA	REGISTERED	27OC1951	136608	04SE1982	737273	04SE2002	04SE2002	
Attorney: SCHMIDT Mark: PRESTIGE		Client/Division: 492057		Owner: 492057		Agent: S-L	Class & Type: IN 23		

TRADEMARK

3 Line Case print by Mark
Date of Report: 30JAN2002

Schedule "A"
Owner: McGraw Corporation

Docket No.	City	Type	Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires
MCCRO-059	USA	REGISTERED	02AP1962	141332	23JUL1983	753385	23JUL2003	23JUL2003	
Attorney: SCHMIDT Mark: PRESTIGE Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: buttons									
MCCRO-060	USA	REGISTERED	14NO1983	452436	01KZ1985	1334808	07MAY2005	07MAY2005	
Attorney: SCHMIDT Mark: QUALITY TRADITION (AND DESIGN) Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: restaurant services									
MCCRO-063	USA	REGISTERED	10AP1961	117484	23CC1987	739755	23OC2002	23OC2002	
Attorney: SCHMIDT Mark: ROYAL CHDICE Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: clothing									
MCCRO-087	USA	APPLICATION	06OC2000	76/141571					
Attorney: Mark: F. G. & Y. DOLLAR Client/Division: 492057 Owner: 492057 Agent: Goods: Discount retail variety store									
MCCRO-072	USA	REGISTERED	18AP1983	422207	15JA, 985	1315112	15JA2005	15JA2005	
Attorney: SCHMIDT Mark: THE VANITY PLACE Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: department store services									
MCCRO-075	USA	REGISTERED	13JL1970	72363126	25JUL1992	939127	25JUL2002	25JUL2002	
Attorney: SCHMIDT Mark: YDC Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: distributorship services									
MCCRO-074	USA	REGISTERED	22AP1973	72444640	20AUI1994	991638	20AUI2004	20AUI2004	
Attorney: SCHMIDT Mark: YDC and Design Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: distributorship services									
MCCRO-076	USA	REGISTERED	02MAY1995	74668855	27AUI1996	1996658	27AUI2006	27AUI2006	
Attorney: SCHMIDT Mark: YDC and DESIGN Client/Division: 492057 Owner: 492057 Agent: SL6B Goods: distributorships									

TRADEMARK

REEL: 002514 FRAME: 0081

RECORDED: 05/14/2002