

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



05-14-2002

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

U.S. Department of Commerce
Trademark Office

05-28-2002



RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

102103546

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

Effective Date
Month Day Year
MAY 14 2002

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
04 16 02

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

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
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

05/24/2002 AMMED1 00000046 1317082

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
75.00 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:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20514

REEL: 002514 FRAME: 0092

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)

Registration Number(s)

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:

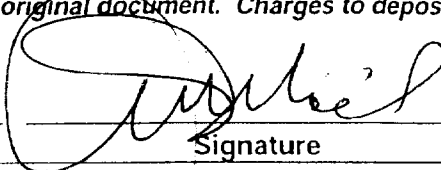
Yes

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



8/10/02

Name of Person Signing

Signature

Date Signed

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

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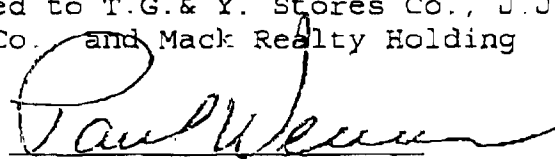
from Assignor any and all right, title and interest in and to the Trademarks, together with the good will of the businesses appurtenant thereto and symbolized thereby, and in and to all rights under said Trademarks.

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.

McCrorry 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 16 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. 013U4527552
Qualified in New York County
Commission Expires Oct 31 2006

Schedule "A"
Owner: T. G. Y. Stores Co.

3 Line Case Print by MARK
Date of Report: 30JAN2002

Docket No.	City	Type	Status	Cur App Dt	Cur App No	Cur Reg D	Cur Reg No	Renewal	Expires	
MCCRO-064	USA	REGISTERED	23JAN1984	462063	29JAN1985	1317082	29JAN2005	29JAN2005		
Attorney: SCHMIDT Mark: RYAN KEITH Agent: SUGB Goods: men's clothing										
MCCRO-067	USA	REGISTERED	20SEP1985	559368	22APR1986	1391193	22APR2006	22APR2006		
Attorney: SCHMIDT Mark: T G & Y and Design Agent: SUGB Goods: retail variety store services										
MCCRO-069	USA	REGISTERED	08DEC1983	456121	30CC1984	1303298	30DEC2004	30CC2804		
Attorney: SCHMIDT Mark: F G Y and Design Agent: SUGB Goods: retail variety store services										
MCCRO-068	USA	REGISTERED	13SEP1961	127811	14AUG1982	736164	14AUG2002	14AUG2002		
Attorney: SCHMIDT Mark: T, G, & Y. Agent: SUGB Goods: retail variety store services										