

06-19-2002



EET

102126873

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

1. Name of conveying party(ies): Maxim Retail Stores, Inc. (a Georgia Corporation)

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

6-11-02

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

2. Name and address of receiving party(ies):

Name: CarpetsPlus of America, Inc.

Street Address: 1510 Gunbarrel Road, Suite 600

City Chattanooga State Tennessee

Zip 37421

- Individual(s) Citizenship
- National Banking Association
- General Partnership
- Limited Partnership

Corporation - Tennessee

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:

Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?

Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other

Execution Date: October 5, 2000

4. Application number(s) or registration number(s):

A. Trademark Application No. (s)

Additional numbers attached? Yes No

B. Trademark Registration No. (s) 972,069 (CARPETLAND); 972,070 (CARPETLAND USA); 852,938 (CARPETLAND USA and Design); 1,076,686 (C USA and Design)

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

Mitra N. Vahdat
Miller & Martin LLP
1000 Volunteer Building
832 Georgia Ave.
Chattanooga, TN 37402-2289
(404) 962-6461

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: 13-3403

(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.

June 5, 2002
Date

Mitra N. Vahdat
Signature

Mitra N. Vahdat
Name of Person Signing

Total number of pages including cover sheet: 4

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

06/18/2002 6TON11 00000061 972069

01 FC:481
02 FC:482

40.00 OP
75.00 OP

1320121_1.DOC

TRADEMARK
REEL: 002528 FRAME: 0296

ASSIGNMENT OF U.S. TRADEMARKS AND REGISTRATION

WHEREAS, MAXIM RETAIL STORES, INC., a Georgia corporation ("Assignor"), has adopted and used the marks identified on Exhibit "A" attached hereto and incorporated herein by reference (collectively, the "Trademarks"); and

WHEREAS, CarpetsPlus of America, Inc, a Tennessee corporation ("Assignee"), with a principal place of business at 1510 Gunbarrel Road, Suite 600, Chattanooga, Tennessee 37421, is desirous of acquiring the Trademarks and their respective federal registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor does hereby assign unto Assignee, all right, title and interest of Assignor in and to the Trademarks and their respective federal registrations, together with the good will of the business symbolized by the Trademarks, effective as of October 5, 2000.

MAXIM RETAIL STORES, INC., as a debtor and debtor-in-possession

Date: 5th October 2000

By: [Signature]
Name: M. J. WOLKMAN
Title: PRESIDENT & CEO.

Signed, sealed and delivered this 5th day of October, 2000, in the presence of:

[Signature]
Notary Public

My commission expires: 5/2/03



Date: October 5, 2000

By: Jon C. Logre
Name: Jon C. Logre
Title: President / Secretary

Signed, sealed and delivered this 5th day of
October, 2000, in the presence of:

Lorna J. Virts
Notary Public

My commission expires:

5/2/03

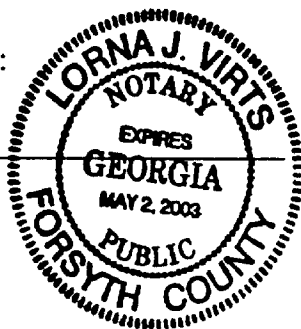


EXHIBIT "A"

Trademarks

<u>Trademark</u>	<u>Registration No.</u>
Carpetland	972,069
Carpetland USA	972,070
Carpetland USA (and design)	852,938
C USA (and design)	1,076,686