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08-07-2002

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



102180907

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)
- General Partnership
- Corporation-State Ohio
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: February 11, 2002
*correction to Reg. # 1986326
previously recorded on Rec/FRAME 002512/0872*

2. Name and address of receiving party(ies)

Name: MZ Wholesale Acquisition, 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,989,326, Issued 7/23/96

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:

Renner, Otto, Boisselle & Sklar, LLP

(Fax No: 216/621-6165)

Street Address: 1621 Euclid Avenue

Nineteenth Floor

City: Cleveland State: OH Zip: 44115

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-0988

DO NOT USE THIS SPACE

9. Signature.

Warren A. Sklar

Name of Person Signing

Reg. No. 26,373

Signature

7/31/02

Date

11

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

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

08/06/2002 6TON11 00000206 1989326

01 FC:481

40.00 DP

TRADEMARK
REEL: 002556 FRAME: 0847

ASSIGNMENT OF TRADEMARKS

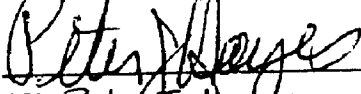
WHEREAS, MAZEL STORES, INC. a corporation of the State of Ohio, having an office and place of business at 200 Helen Street, South Plainfield, New Jersey 07080, is the owner of the trademarks identified in **Schedule A**, which is appended hereto, (collectively referred to as "MARKS"), the goodwill associated with the business symbolized by those MARKS, and as identified on **Schedule A** of United States Trademark Registrations and/or pending applications for United States Trademark Registration for those MARKS, respectively;

WHEREAS, MAZEL STORES, INC. has been using the MARKS in commerce;

WHEREAS, MZ Wholesale Acquisition, 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 MARKS, trademark registrations, trademark applications, and registrations that issue on such trademark applications, 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 Wholesale Acquisition, 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 MARKS, the aforesaid trademark registrations and applications for registration of such MARKS, 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.

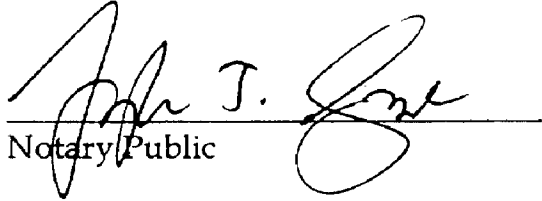
By: 
 Name: Peter J. Hayes
 Title: CEO

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

SCHEDULE A FOR ASSIGNMENT OF TRADEMARKS

FROM MAZEL STORES, INC. TO MZ WHOLESALE ACQUISITION, LLC,

EXECUTED FEBRUARY 11, 2002

| <u>Reg.No.</u> | <u>Reg.Date</u> | <u>Ser.No.</u> | <u>FilingDate</u> | <u>Mark</u> | <u>CaseNo.</u> |
|--------------------|----------------------|----------------|-------------------|-----------------------------|----------------|
| | | 75/867,695 | 12/08/1999 | LINDSEY SINCLAIR | 186-A |
| | | 76/331,290 | 10/29/2001 | POWERHOUSE | 191 |
| 838,824 | 11/14/1967 | 72/257,246 | 10/26/1966 | DOLLAR-AMA | 144 |
| 961,095 | 06/12/1973 | 72/961,095 | 02/20/1971 | DOLLAR POWER | 147 |
| 961,096 | 06/12/1973 | 72/961,096 | 02/25/1971 | S-T-R-E-T-C-H-A-DOLLAR | 157 |
| 961,522 | 06/19/1973 | 72/384,763 | 02/25/1971 | DOLLAR DAZE | 146 |
| 963,168 | 07/03/1973 | 72/963,168 | 02/25/1971 | DOLLAR STRETCHERS | 148 |
| 963,169 | 07/03/1973 | 72/963,169 | 02/25/1971 | BUCK-A-RAMA | 140 |
| 1,216,661 | 11/16/1982 | 73/286,465 | 11/19/1980 | DOLLAR BLAST | 145 |
| 1,421,857 | 12/23/1986 | 73/528,725 | 03/25/1985 | HOME FOR THE HOLIDAYS | 152 |
| 1,564,483 | 11/07/1989 | 73/784,369 | 03/03/1989 | HOLIDAY SPARKLE | 151 |
| 1,661,317 | 10/15/1991 | 74/088,840 | 08/17/1990 | RIBBON AND HOLLY | 137 |
| 1,679,176 | 03/17/1992 | 74/088,875 | 08/17/1990 | CHEF'S HELPER | 141 |
| 1,726,928 | 10/27/1992 | 74/089,543 | 08/20/1990 | PARTY HOUSE | 101 |
| 1,924,921 | 10/03/1995 | 74/498,592 | 03/09/1994 | IT'S A DOLLAR | 104-A |
| 1989326 | 1,986,326 | 74/622,752 | 01/18/1995 | POWERHOUSE | 156 |
| <i>WAS</i> | 2,176,954 | 75/357,110 | 09/15/1997 | CHORE SAVERS | 182 |
| <i>7/3/02</i> | 2,234,917 | 75/226,283 | 01/16/1997 | HOLY LAND CANDLE COMPANY | 134 |
| | 2,235,061 | 75/275,527 | 04/16/1997 | MAMA ZELLO'S | 112-A |
| | 2,237,481 | 75/275,461 | 04/16/1997 | PICK O' THE CROP | 113-A |
| | 2,241,282 | 75/357,130 | 09/15/1997 | CHORE SAVERS | 183 |
| | 2,402,105 | 75/866,875 | 12/08/1999 | LINDSEY SINCLAIR | 186 |
| | 2,468,767 | 75/600,161 | 12/07/1998 | NEW YORK PUBLISHER'S OUTLET | 110A |
| | 2,522,883 | 75/186,453 | 10/22/1996 | GRILL KING | 118 |

H:\113\was\maze\gl35\Schedule A including only active matters 23 July 2002.doc