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09-10-2002



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

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102216210

Tab settings ⇌ ⇌ ⇌

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

1. Name of conveying party(ies):

Apache Minnesota Thom McAn, Inc.

- Individual(s)
- General Partnership
- Corporation-State (Minnesota)
- 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: 08/26/2002

2. Name and address of receiving party(ies)

Name: Footstar Corporation

Internal Address: Legal Dept.

Street Address: 1 Crosfield Avenue

City: West Nyack State: NY Zip: 10994

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- 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 No

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

A. Trademark Application No.(s) 78125867

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Linda M. Rurka Dooley

Internal Address: Footstar Corporation

Legal Dept.

Street Address: 1 Crosfield Avenue

City: West Nyack State: NY Zip: 10994

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-2534

FINANCE SECTION
AUG 29 10 00 AM '02
RECORDS

DO NOT USE THIS SPACE

9. Signature.

09/09/2002 DBYRNE 00000032 132534 78125867
Linda M. Rurka Dooley
Name of Person Signing

L. Dooley
Signature

August 29, 2002
Date

3

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

TRADEMARK
REEL: 002578 FRAME: 0369

TRADEMARK ASSIGNMENT

This Assignment, effective the 26th day of August, 2002, is by and between APACHE MINNESOTA THOM MCAN, INC., a Minnesota corporation, with an office at 1 Crosfield Avenue, West Nyack, New York 10994 (hereinafter "Assignor") and FOOTSTAR CORPORATION, a Texas corporation, with an office at 1 Crosfield Avenue, West Nyack, New York 10994 (hereinafter "Assignee").

WHEREAS, Assignor has adopted, used and is the owner of the following trademark ("Mark") pending in the United States Patent and Trademark Office: UPRISE, Applic. Serial No. 78-125867; and

WHEREAS, Assignee is desirous of acquiring any and all rights that Assignor may have in and to the Mark and the registrations therefor, together with the goodwill of the business in connection with which the Mark is used and which is symbolized by the Mark, along with the right to recover damages and profits for past infringements thereof;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby transfer, assign and set over to Assignee all of its, right, title and interest in and to the Mark, together with the goodwill of the business in connection with which the Mark is used and which are symbolized by the respective Mark, along with the right to recover for damages and profits for past infringements thereof;

Assignor hereby requests that the Commissioner of Patents and Trademarks of the United States of America, whose duty it is to issue the Certificate of Registration, Renewal, or Assignment, for any federal registration, or federal registration resulting from the above-referenced application, to Assignee, its successors and assigns, in accordance with the terms of this instrument.

Assignor further covenants that it will, upon request, execute, deliver to Assignee further documents and instruments, and take all other lawful acts deemed necessary by Assignee, to enable Assignee to obtain, maintain and enforce the full benefit of the successors, assigns or other legal representatives of Assignee.

This Assignment shall be binding upon the successors, assigns or other legal representatives of Assignor and shall inure to the benefit of the successors, assigns or other legal representatives of Assignee.

APACHE MINNESOTA THOM MCAN, INC.

By: Donna Wangenstein
Name: Donna Wangenstein
Title: Vice President

STATE of New York)
) ss:
COUNTY of Rockland)

On this 26th day of August, 2002, before me appeared Donna Wangenstein, to me known and known to me to be Vice President of APACHE MINNESOTA THOM MCAN, INC., the assignor named above, and acknowledged that he/she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Tracy Peplowski
Notary Public

TRACY PEPOWSKI
Notary Public, State of New York
No. 01PE6067335
Qualified in Rockland County
Commission Expires 12/10/2005

AGREED AND ACCEPTED:

FOOTSTAR CORPORATION

By: Marc Schuback
Name: Marc Schuback
Title: Assistant General Counsel &
Assistant Corporate Secretary

STATE of New York)
) ss:
COUNTY of Rockland)

On this 26th day of August 2002, before me appeared Marc Schuback, to me known and known to me to be Assistant General Counsel and Assistant Corporate Secretary of FOOTSTAR CORPORATION, the assignee named above, and acknowledged that he/she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Tracy Peplowski
Notary Public

TRACY PEPOWSKI
Notary Public, State of New York
No. 01PE6067335
Qualified in Rockland County
Commission Expires 12/10/2005

Linda M. Rurka Dooley
Associate Counsel

August 29, 2002

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

Re: Recordation of Assignment

Dear Sir or Madam:

Enclosed please find the following documents in connection with the recordal of a *Trademark Assignment*:

1. Recordation Form Cover Sheet;
2. *Trademark Assignment*;
3. Payment in the amount of \$40.00, the fee for filing this recordal, in the following form:
Please charge the fee required for this recordal to Deposit Account No. 13-2534. This letter is being submitted in duplicate for this purpose;
4. Certificate of Mailing; and
5. Return-addressed postcard for acknowledgment.

Please address all correspondence to the undersigned at the above address.


Respectfully submitted,


Linda M. Rurka Dooley

Enclosures

Certificate of Mailing

I hereby certify that this foregoing correspondence and/or fee is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: *Box Assignments*, Commissioner of Patents and Trademarks, Washington, D.C. 20231
on August 29, 2002.


Linda M. Rurka Dooley