

09-12-2002



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

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

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

<p>1. Name of conveying party(ies):</p> <p>Value City Department Stores, Inc. <i>8-26-02</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State (Ohio) <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Value City of Michigan, Inc.</u> Internal Address: _____ Street Address: <u>36901 Warren Road</u> City: <u>Westland</u> State: <u>Michigan</u> Zip: <u>48185</u></p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Michigan</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 1, 2002</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>B. Trademark Registration No.(s)</p> <p>SEE ATTACHED LIST</p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Sarah Otte Graber, Esq.</u> Internal Address: <u>Wood, Herron & Evans, L.L.P.</u> <u>2700 Carew Tower</u> Street Address: <u>441 Vine Street</u> City: <u>Cincinnati</u> State: <u>Ohio</u> Zip: <u>45202</u></p>	<p>6. Total number of applications and trademarks involved: <u>4</u></p> <p>7. Total fee (37 CFR 3.41): <u>\$115.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account if deficiencies occur</p> <p>8. Deposit Account number: <u>23-3000</u> (Attach duplicate copy of this page if paying by deposit account)</p>

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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.

Sarah Otte Graber, Esq.
Name of Person Signing

Sarah O. Graber
Signature

August 20, 2002
Date

Total number of pages including cover sheet, attachments, and document: 3

09/11/2002 6TOM11 00000128 75979351

01 FC:481 40.00 DP
02 FC:482 75.00 DP

TRADEMARK
REEL: 002579 FRAME: 0439

Mark	Reg. No.	Serial No.
U.S.A. CLASSIC	2,365,350	75/979,351
U.S.A. CLASSIC	2,280,142	75/978,443
SLEEPGARDEN	2,350,938	75/979,084
HOME LIFESTYLES	2,455,579	75/060,668

TRADEMARK ASSIGNMENT

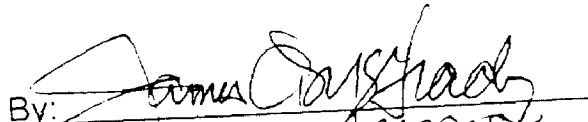
WHEREAS, Value City Department Stores, Inc. ("VCDS"), an Ohio Corporation with an address of 3241 Westerville Road, Columbus, Ohio 43224, has adopted, used and is using the marks ("Marks") identified below which are the subject of federal applications and/or registrations in the United States Patent and Trademark Office, namely:

Mark	Reg. No.	Serial No.
U.S.A. CLASSIC	2,365,350	75/979,351
U.S.A. CLASSIC	2,280,142	75/978,443
SLEEPGARDEN	2,350,938	75/979,084
HOME LIFESTYLES	2,455,579	75/060,668

WHEREAS, Value City of Michigan, Inc. ("VCM"), a Michigan Corporation with an address of 36901 Warren Road, Westland, Michigan 48185, is desirous of acquiring the foregoing Marks, and the corresponding applications and registrations therefor;

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, VCDS does hereby assign unto VCM all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the above identified applications and registrations therefor.

VALUE CITY DEPARTMENT STORES, INC.

By: 
Name: JAMES A. McGRADY
Title: CFO

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