

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):

FA MANAGEMENT ENTERPRISES, INC.

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

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

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date: Nunc Pro Tunc December 28, 2001

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

Name: CI OF VIRGINIA, INC.

Internal Address:
Street Address: 4301 Earth City Expressway.
City: Earth City State: MO Zip: 63045

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Georgia
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) SEE ATTACHED

B. Trademark Registration No.(s) SEE ATTACHED

Additional number(s) attached Yes No

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

Name: Wendy Boldt Cohen

Internal Address:

Blackwell Sanders Peper Martin

Street Address: 720 Olive Street - 24th Floor

City: St. Louis State: MO Zip: 63101

6. Total number of applications and registrations involved: 37

7. Total fee (37 CFR 3.41) \$ 940.00

- Enclosed
Authorized to be charged to deposit account 11-0160

If insufficient, please debit Deposit Account Number

8. Deposit account number: 11-0160

(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.

Wendy Boldt Cohen
Name of Person Signing

[Handwritten Signature]

Signature

3/25/03

Date

Total number of pages including cover sheet, attachments and

3

717237.1

EXHIBIT A**REGISTRATIONS**

APPNO	REGNO	TMARK
73/094,712	1,076,686	C USA (Stylized)
75/433,435	2,265,736	CARISSELLE BY RAINY LAWRENCE & Design
73/809,586	1,583,764	CARPET MAX
75/202,027	2,123,486	CARPET MAX (Stylized)
74/529,386	1,903,215	CARPETIME and Design
72/380,048	972,069	CARPETLAND
72/380,806	972,070	CARPETLAND USA
72/256,523	852,938	CARPETLAND USA (Stylized)
74/438,599	1,859,007	CARPETMAX
74/438,597	1,843,048	CARPETMAX
75/202,034	2,121,428	CARPETMAX (Stylized)
74/005,319	1,616,209	CARPETMAX - THE NATIONAL CARPET EXCHANGE
75/190,988	2,168,454	CARPETMAX FLOORING IDEA GALLERY and Design
74/438,832	1,862,102	CARPETMAX MAKING A WORLD OF DIFFERENCE &
74/501,202	1,873,957	CARPETMAX MAKING A WORLD OF DIFFERENCE &
75/366,018	2,198,357	CARPETMAX SATELLITE NETWORK and Design
74/005,319	1,616,209	CARPETMAX-THE NATIONAL CARPET EXCHANGE
75/222,068	2,173,871	CARPETSMART
75/693,544	2,542,110	FLOORING AMERICA
75/731,928	2,453,937	FLOORING AMERICA & Design
75/731,927	2,449,951	FLOORING AMERICA and Design
73/575,495	1,405,943	FOOTPRINT FIGHTERS
74/438,594	1,863,792	MAKING A WORLD OF DIFFERENCE
74/438,600	1,843,344	MAKING A WORLD OF DIFFERENCE
75/477,167	2,308,594	MAXCARE
75/259,296	2,192,828	MAXCARE
75/477,166	2,323,077	MAXCARE PROFESSIONAL CLEANING SYSTEMS
75/259,295	2,192,827	MAXCARE PROFESSIONAL CLEANING SYSTEMS
73/227,008	1,210,903	NEW YORK CARPET WORLD
75/188,922	2,103,493	NEW YORK CARPET WORLD & Design
74/480,381	1,874,378	REEDY (Stylized)
74/468,129	1,871,709	SMARTCHOICE

APPLICATIONS

APPNO	REGNO	TMARK
75/769,527		EVERYTHING DECOR.COM (Stylized)
75/833,920		EVERYTHINGDECOR NETWORK
75/930,744		LIFE, SET THE STAGE FOR IT
78/141,215		STAR SERVICE
76/143,348		THE DECOR EXCHANGE

#00489568

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

**CERTIFICATE OF MERGER
FOREIGN CORPORATION SURVIVING**

WHEREAS, Articles of Merger of the following corporations:
FA MANAGEMENT ENTERPRISES, INC. (#00489568)

INTO:

CI OF VIRGINIA, INC. (GEORGIA CORP. NOT QUAL.)

Organized and existing under the laws of **MISSOURI, GEORGIA**
have been received, found to conform to law, and filed.

NOW, THEREFORE, I, **MATT BLUNT**, Secretary of State of the State of Missouri, issue this Certificate of merger, certifying to the foregoing and certifying that the merger of the aforementioned corporations with

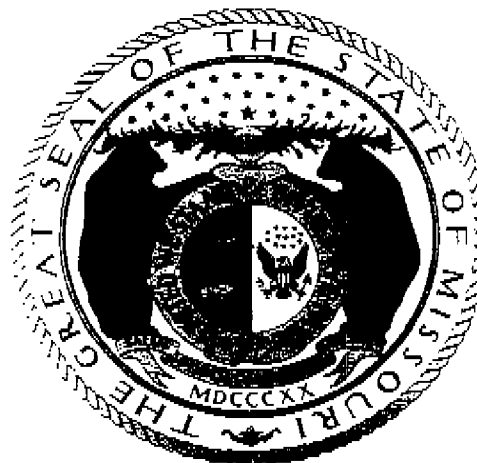
CI OF VIRGINIA, INC. (GEORGIA CORP. NOT QUAL.)

as the surviving corporation, shall be effective on the date on which the same becomes effective in the State of **GEORGIA**

EFFECTIVE DATE: DECEMBER 28, 2001.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
28TH DAY OF **MAY, 2002.**

Matt Blunt
Secretary of State



\$30.00

TRADEMARK