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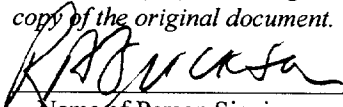
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TEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



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To the Honorable Commissioner of Pat		ed original documents or copy thereof	
1. Name of Conveying Party(ies): Strawbridge & Clothier <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 of PA <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): Name: The May Department Stores Company Street Address: 611 Olive Street City: St. Louis State: MO Zip: 63101 <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 New York <input type="checkbox"/> Other _____ 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	
3. Nature of Conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: July 18, 1996 See attached Exhibit 1			
4. Application number(s) or registration number(s): A. Trademark Application No.(s) N/A Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		B. Trademark registration No.(s) See attached Exhibit 2 Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Sarah J. Westover The May Department Stores Company Street Address: 611 Olive St., Suite 1750 City: St. Louis State: MO ZIP: 63101		6. Total number of applications and registrations involved. [11] 7. Total fee (37 CFR 3.41). \$ 290 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account	
8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)			
DO NOT USE THIS SPACE			
9. Statement and signature. <i>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.</i>  Name of Person Signing: Richard A. Brickson, Secretary Signature The May Department Stores Company (a NY corp.) Date: 3/4/03			
Total number of pages comprising cover sheet [6]			

03/05/2003 TBIAZ1 00000132 154712
 01 FC:8521 40.00 OP
 02 FC:8522 250.00 OP

EXHIBIT 2

**STRAWBRIDGE & CLOTHIER
TRADEMARK AND SERVICE MARK
FEDERAL REGISTRATIONS
(Assignment filed with U.S. Patent & Trademark Office)**

Name/Reg. No.	Class	Goods/Services	Reg. Date
BIGG SATURDAY Reg. No. 1,297,139	42	Retail department store services	9/18/84
CLOVER DAY Reg. No. 1,297,140	42	Retail department store services	9/18/84
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design Reg. No. 1,308,401	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet goods, beverages and cookware	12/04/84
STRAWBRIDGE & CLOTHIER Reg. No. 1,322,210	20	Furniture	02/26/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,322,243	24	Pillow covers and mattress covers	02/26/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,322,443	30	Pretzels and candy	02/26/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,323,412	25	Wearing apparel for men, women and children, namely, dresses, blouses, shirts, swimwear, slacks, t-shirts, skirts, sweaters, pants, shorts, blazers, gloves, hosiery, coats, suits, gowns, robes, kimonos, bunting, neckties, sandals, boots, and shoes	03/05/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,323,416	27	Carpets	03/05/85
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design Reg. No. 1,322,583	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet foods, beverages and cookware	04/23/85
APPLECROSS & PEALE Reg. No. 1,462,929	25	Women's sportswear, namely, jackets, sweaters, skirts, blouses, t-shirts, pants, shorts, dresses and jumpers	10/27/87
OVERLOOK Reg. No. 1,541,053	42	Restaurant services	05/23/89

Exhibit A
STRAWBRIDGE & CLOTHIER
TRADEMARK AND SERVICE MARK
FEDERAL REGISTRATION

<u>NAME</u> <u>REGISTRATION NO.</u>	<u>CLASS</u>	<u>REGISTERED USE</u>	<u>REGISTRATION</u> <u>DATE</u>
WICKHAM and Design 154,712	25	Men's and boys' outer clothing	04/18/22
ROYAL FAMILY HOSIERY 350,112	25	Hosiery	09/14/37
STRAWBRIDGE & CLOTHIER and Design 903,640	35	Retail department store services	12/01/70
ROYAL FAMILY 1,159,268	25	Hosiery	06/30/81
BIGG SATURDAY 1,297,139	42	Retail department store services	09/18/84
CLOVER DAY 1,297,140	42	Retail department store services	09/18/84
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design (Small Design) 1,308,401	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet goods, beverages and cookware	12/04/84
STRAWBRIDGE & CLOTHIER 1,322,210	20	Furniture	02/26/85
STRAWBRIDGE & CLOTHIER 1,322,243	24	Pillow covers and mattress covers	02/26/85
STRAWBRIDGE & CLOTHIER 1,322,443	30	Pretzels and candy	02/26/85
STRAWBRIDGE & CLOTHIER 1,323,412	25	Wearing apparel for men, women and children - namely, dresses, blouses, shirts, swimwear, slacks, T-shirts, skirts, sweaters, pants, shorts, blazers, gloves, hosiery, coats, suits, gowns, robes, kimonos, bunting, neckties, sandals, boots, and shoes	03/05/85
STRAWBRIDGE & CLOTHIER 1,323,416	27	Carpets	03/05/85
STRAWBRIDGE & CLOTHIER 1,323,899	42	Retail department store services	03/05/85
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design (Large Design) 1,322,583	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet foods, beverages and cookware	04/23/85
APPLECROSS & PEALE 1,462,929	25	Women's sportswear, namely, jackets, sweaters, skirts, blouses, T-shirts, pants, shorts, dresses and jumpers	10/27/87

<u>NAME</u> <u>REGISTRATION NO.</u>	<u>CLASS</u>	<u>REGISTERED USE</u>	<u>REGISTRATION</u> <u>DATE</u>
OVERLOOK 1,541,053	42	Restaurant services	05/23/89
CAROLYNE SIMPSON 1,581,664	25	Women's clothing, namely sweaters, jackets and skirts	02/06/90
VP and Design 1,770,688	42	Retail department store services	05/11/93
S&C SHOE CLUB 1,816,248	42	Retail department store services featuring gift certificates for frequent shoe customers	01/11/94
S&C SHOE CLUB and Design 1,817,222	42	Retail department store services featuring gift certificates for frequent shoe customers	01/18/94
VP 1,828,645	42	Retail department store services	03/29/94
RENDEZVOUS 1,853,165	25	Shoes	09/06/94
LIBERTY ADAMS 1,876,693	25	Women's sportswear, namely, sweaters	01/31/95
OPEN HOUSE and Design 1,920,484	42	Retail department store services	09/19/95

Exhibit B
PENDING APPLICATIONS FOR REGISTRATIONS

<u>MARK</u>	<u>CLASS NO.</u>	<u>APPL. SER. NO.</u>	<u>USE</u>	<u>FILING DATE</u>
COLLECTORS WALK	42	74/639,578	Retail store services involving the sale of furniture and related decorative accessories	02/28/95
THINK STRAWBRIDGE & CLOTHIER FIRST	42	74/728,084	Retail department store services	09/11/95
MODERN CONCEPTS	42	75/730,080	Retail department store services featuring women's clothing	09/18/95
FORWARD LOOK	42	75/005,394	Retail department store services featuring women's clothing	10/11/95