

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
-----------------------	--

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
She und BOGIE Gesellschaft fur Modevertrieb GmbH & Co. Service KG		02/27/2004	LIMITED PARTNERSHIP: GERMANY

RECEIVING PARTY DATA	
Name:	Karstadt Quelle AG
Street Address:	Theodor-Althoff-Strasse 2
City:	Essen
State/Country:	GERMANY
Postal Code:	45133
Entity Type:	CORPORATION: GERMANY

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	2365635	SHE
Registration Number:	2563975	BOGIE
Registration Number:	1659815	SHE

CORRESPONDENCE DATA	
Fax Number:	(215)965-1210
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	215.965.1389
Email:	agillespie@akingump.com
Correspondent Name:	Michael J. Smith
Address Line 1:	2005 Market Street
Address Line 2:	One Commerce Square, Suite 2200
Address Line 4:	Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	204070.0204/0205
-------------------------	------------------

DOMESTIC REPRESENTATIVE

CH \$90.00 2365635

Name: Michael J. Smith
Address Line 1: 2005 Market Street
Address Line 2: One Commerce Square, Suite 2200
Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:

Ann Gillespie

Total Attachments: 5

source=SHE assignment#page1.tif

source=SHE assignment#page2.tif

source=SHE assignment#page3.tif

source=SHE assignment#page4.tif

source=SHE assignment#page5.tif

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re : Trademark Applications of :
: Karstadt Quelle AG :
Application : :
No. : See Attached :
: :
Dated: : See Attached :
: : Attorney Docket
Mark: : See Attached : No. 204070.0204/0205

REVOCATION AND APPOINTMENT OF POWER OF ATTORNEY AND
DOMESTIC REPRESENTATIVE

The undersigned, being the owner of the trademark registration, hereby revokes all former Powers of Attorney and Designations of Domestic Representative with respect to this registration.

Please recognize Ronald L. Panitch, a member of the bar of Pennsylvania; Jordan A. LaVine, a member of the bar of Pennsylvania, Maureen C. Kassner, a member of the bar of Pennsylvania; Irene Segal Ayers, a member of the bar of Ohio; Ned E. Barlas, a member of the bar of Pennsylvania, Larry A. Weinstein, a member of the bars of Pennsylvania, New Jersey and New York, and Michael J. Smith, a member of the bars of Pennsylvania and New Jersey of Akin Gump Strauss Hauer & Feld LLP with offices at One Commerce Square, 2005 Market Street, Suite 2200, Philadelphia, Pennsylvania 19103-7086 (Tel.: 215-965-1200), as our attorneys, with full power of substitution and revocation, to transact all business in connection therewith.

Please address all correspondence to AKIN GUMP STRAUSS HAUER & FELD, LLP,
One Commerce Square, 2005 Market Street, Suite 2200, Philadelphia, PA 19103. Please direct
all communications and telephone calls to Michael J. Smith at 215-965-1389.

Registrant hereby appoints Michael J. Smith of the law firm of Akin, Gump Strauss,
Hauer & Feld, L.L.P., 2005 Market Street, Suite 2200, Philadelphia, Pennsylvania 19103-7086,
Tel. No. (215) 965-1389, as its domestic representative, upon whom notices or process in
proceedings affecting the mark may be served.

KARSTADT QUELLE AG

Date: 15.03.2004

By: *B. Schenk* *D. Haselmann*
Bernd Volker Schenk
Name: Detlev Haselmann

Title: Authorised Officers

MJS/ag

Est 7140925 v1

TRADEMARK ASSIGNMENT

WHEREAS, She und BOGIE Gesellschaft für Modevertrieb GmbH & Co. Service KG, a Germany limited partnership comprised of She und BOGIE Gesellschaft für Modevertrieb GmbH & Co., a Germany corporation and Service KG, a Germany corporation, its general partners, with a principal place of business at Augustinusstr, 26, Neuss, GERMANY ("Assignor"), has adopted, owns and is using the following marks for which Assignor owns the following identified federal registrations on the Principal Register of the United States Patent and Trademark Office in connection with the goods and/or services identified therein ("the Marks"):

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
SHE (Stylized)	2,365,635	July 11, 2000
BOGIE	2,563,975	April 23, 2002
SHE	1,659,815	October 8, 1991

; and

WHEREAS, Karstadt Quelle AG, a German corporation, with a principal place of business at Theodor-Althoff-Straße 2, 45133 Essen, GERMANY

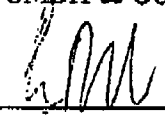
("Assignee"), desires to acquire the Marks and the above-referenced registrations ;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all

right, title and interest in and to each of the Marks together with the goodwill of the business symbolized by the Marks, and the registrations thereof.

ASSIGNOR:

SHE UND BOGIE GESELLSCHAFT FÜR
MODEVERTRIEB GMBH & CO. SERVICE
KG



Name: LOCK

Title: MANAGING DIRECTOR

Dated effective as of: 27.02.04

SUBSCRIBED and SWORN to before me
this _____ day of _____, _____.

Notary Public

My Commission Expires: _____

SCHEDULE A

Registration No.
2,365,635
2,563,975
1,659,815

Trademark
SHE (Stylized)
BOGIE
SHE