


DOCKET NO.: S1342.20106US00

Form PTO-1594
(Rev.06/04)
OMB No.0651-0027 (exp. 5/30/2005)

**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)/Execution Date(s): Staples The Office Superstore, Inc. State of Incorporation - Delaware Execution Date(s): 11/23/04 Additional name(s) of conveying party(ies) attached? No		2. Name and address of receiving party(ies): Name: Staples The Office Superstore, LLC Internal Address: Street Address: 500 Staples Drive Framingham, MA 01702 State of Incorporation - Delaware If assignee is not domiciled in the United States, a domestic representative designation is attached. No (Designations must be a separate document from assignment.) Additional name(s) & address(es) attached? No				
3. Nature of conveyance: Assignment						
4. Application number(s) or registration number(s) and identification or description of the Trademark: A. Trademark Application No(s): 76/498834 B. Trademark Registration No(s): Additional sheet(s) attached? No						
5. Name and address of party to whom correspondence concerning document should be mailed: Cheryl A. Clarkin Wolf, Greenfield & Sacks, P.C. Federal Reserve Plaza 600 Atlantic Avenue Boston, Massachusetts 02210-2206		6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00 Commissioner is authorized to charge the fee to the account of the undersigned. 8. Deposit account number: 23/2825 Authorized User Name: Cheryl A. Clarkin				
9. Signature Cheryl A. Clarkin  December 1, 2004 <table border="1" style="width:100%"> <tr> <td style="width:30%">Name of Person Signing</td> <td style="width:40%">Signature</td> <td style="width:30%">Date</td> </tr> </table>				Name of Person Signing	Signature	Date
Name of Person Signing	Signature	Date				
Total number of pages including cover sheet, attachments, and document: 2						

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Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ASSIGNMENT NUNC PRO TUNC

WHEREAS, Staples The Office Superstore, Inc., a Delaware Corporation with an address of 500 Staples Drive, Framingham, Massachusetts 01702, is the owner of the following trademark including all common law rights and other nonregistered rights associated therewith (hereinafter "the MARK"):

SCHEDULE OF TRADEMARKS

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
STAPLES REWARDS & Design	78/498834	October 13, 2004

WHEREAS, Staples The Office Superstore, LLC, a Delaware Limited Liability Corporation with an address of 500 Staples Drive, Framingham, Massachusetts 01702, is desirous of acquiring the MARK.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Staples The Office Superstore, Inc. does hereby sell and assign unto the said Staples The Office Superstore, LLC *nunc pro tunc* as of October 13, 2004, all right, title and interest in and to the said MARK, together with the goodwill of the business symbolized by the MARK and with the right to recover and have damages and profits for past infringement, if any.

IN WITNESS WHEREOF, the said has caused this instrument to be executed by its duly authorized corporate officer as of the 23rd day of November 2004.

STAPLES THE OFFICE SUPERSTORE,
INC.

11/23/04
Date

By: [Signature]
Name: **Mark A. Weiss**
Title: **Vice President, Assistant General Counsel**

STATE OF : Massachusetts
COUNTY OF : Middlesex

Subscribed to and sworn before me this 23rd day of November 2004.

SEAL

[Signature]
Notary Public
My Commission Expires

