

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
Ames Department Stores Inc.		10/19/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Branded LLC
Street Address:	956 Highland View NE
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30306
Entity Type:	LIMITED LIABILITY COMPANY:

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Serial Number:	73473174	CAREER DRESSING
Serial Number:	73473176	SMALL SET
Serial Number:	73532741	TOUJOUR
Serial Number:	73536179	HILLARY FASHIONS
Serial Number:	73501900	LIZ THOMAS
Serial Number:	73510437	CLASSIC LIVING
Serial Number:	74277658	THE DIAMOND DISTRICT
Serial Number:	75115681	COOL BLUES
Serial Number:	75320122	WONDER TREE
Serial Number:	75320123	WONDER TREE
Serial Number:	75342028	LIZ THOMAS
Serial Number:	75354269	PAWSITIVELY PETS
Serial Number:	75399258	HANDY PRO
Serial Number:	75551750	CLASSIC LIVING

OP \$615.00 73473174

Serial Number:	73171022	CLASSIC LIVING
Serial Number:	75928489	WONDER TREE
Serial Number:	75325676	VICTORIAN VILLAGE COLLECTIBLES
Serial Number:	74607513	VICTORIAN VILLAGE
Serial Number:	75891632	TUMBLE BEARS
Serial Number:	73463675	SWEET NOTIONS
Serial Number:	75737423	RESOLUTE BAY
Serial Number:	76183588	PREMIER CLASSIC
Serial Number:	75176745	PERFECT PLUS
Serial Number:	75709287	LT BY LIZ THOMAS

CORRESPONDENCE DATA

Fax Number: (740)967-5143
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 740-967-2261
Email: JeffMFurr@aol.com
Correspondent Name: Jeffrey M. Furr
Address Line 1: 253 N. Main Street
Address Line 4: Johnstown, OHIO 43031

NAME OF SUBMITTER:	Jeffrey M. Furr
Signature:	/jmf/
Date:	03/02/2006

Total Attachments: 24

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ASSIGNMENT OF TRADEMARK

WHEREAS, HILLS DEPARTMENT STORE COMPANY, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark CAREER DRESSING and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73473174, registered [or filed] 1984-04-02 for the mark CAREER DRESSING;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark CAREER DRESSING and U.S. Trademark Registration No. [or Application Serial No.] 73473174;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark CAREER DRESSING and U.S. Trademark Registration No. [or Application Serial No.] 73473174, together with the goodwill of the business symbolized by that mark.

et al. AMES DEPARTMENT STORES, INC.,

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

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ASSIGNMENT OF TRADEMARK

WHEREAS, HILLS DEPARTMENT STORE COMPANY, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark SMALL SET and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73473176, registered [or filed] 1984-04-02 for the mark SMALL SET;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark SMALL SET and U.S. Trademark Registration No. [or Application Serial No.] 73473176;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark SMALL SET and U.S. Trademark Registration No. [or Application Serial No.] 73473176, together with the goodwill of the business symbolized by that mark.

et al.

AMES DEPARTMENT STORES, INC.,

Date: Oct 24 2005

By:

Rolando de Aguiar
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar, known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

TRADEMARK

REF: 003257 FRAME: 0195

ASSIGNMENT OF TRADEMARK

WHEREAS, HILLS DEPARTMENT STORE COMPANY, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark TOUJOUR and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73532741, registered [or filed] 1985-04-17 for the mark TOUJOUR;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark TOUJOUR and U.S. Trademark Registration No. [or Application Serial No.] 73532741;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark TOUJOUR and U.S. Trademark Registration No. [or Application Serial No.] 73532741, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark HILLARY FASHIONS and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73536179, registered [or filed] 1985-05-06 for the mark HILLARY FASHIONS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark HILLARY FASHIONS and U.S. Trademark Registration No. [or Application Serial No.] 73536179;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark HILLARY FASHIONS and U.S. Trademark Registration No. [or Application Serial No.] 73536179, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark LIZ THOMAS, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73501900, registered [or filed] 1984-10-01 for the mark LIZ THOMAS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark LIZ THOMAS and U.S. Trademark Registration No. [or Application Serial No.] 73501900;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark LIZ THOMAS and U.S. Trademark Registration No. [or Application Serial No.] 73501900, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar, known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____ **LYN C. HUSSEIN**
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

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WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark CLASSIC LIVING, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73510437, registered [or filed] 1984-11-26 for the mark CLASSIC LIVING;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark CLASSIC LIVING and U.S. Trademark Registration No. [or Application Serial No.] 73510437;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark CLASSIC LIVING and U.S. Trademark Registration No. [or Application Serial No.] 73510437, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By: Rolando de Aguiar
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein
NOTARY PUBLIC
(SEAL)

My Commission Expires: LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark THE DIAMOND DISTRICT, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 74277658, registered [or filed] 1992-05-22 for the mark THE DIAMOND DISTRICT;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark THE DIAMOND DISTRICT and U.S. Trademark Registration No. [or Application Serial No.] 74277658;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark THE DIAMOND DISTRICT and U.S. Trademark Registration No. [or Application Serial No.] 74277658, together with the goodwill of the business symbolized by that mark.

et al. AMES DEPARTMENT STORES, INC.,

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October 2005, personally appeared Rolando de Aguiar, known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark COOL BLUES, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75115681, registered [or filed] 1996-06-07 for the mark COOL BLUES;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark COOL BLUES and U.S. Trademark Registration No. [or Application Serial No.] 75115681;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark COOL BLUES and U.S. Trademark Registration No. [or Application Serial No.] 75115681, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

By: *Rolando de Aguiar*
Name: Rolando de Aguiar
Title: President

Date: Oct 24, 2005

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark WONDER TREE, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75320122, registered [or filed] 1997-07-07 for the mark WONDER TREE;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark WONDER TREE and U.S. Trademark Registration No. [or Application Serial No.] 75320122;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark WONDER TREE and U.S. Trademark Registration No. [or Application Serial No.] 75320122, together with the goodwill of the business symbolized by that mark.

et al. AMES DEPARTMENT STORES, INC.,

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Norford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark WONDER TREE, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75320123, registered [or filed] 1997-07-07 for the mark WONDER TREE;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark WONDER TREE and U.S. Trademark Registration No. [or Application Serial No.] 75320123;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark WONDER TREE and U.S. Trademark Registration No. [or Application Serial No.] 75320123, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark LIZ THOMAS, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75342028, registered [or filed] 1997-08-15 for the mark LIZ THOMAS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark LIZ THOMAS and U.S. Trademark Registration No. [or Application Serial No.] 75342028;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark LIZ THOMAS and U.S. Trademark Registration No. [or Application Serial No.] 75342028, together with the goodwill of the business symbolized by that mark.

et al. AMES DEPARTMENT STORES, INC.,

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark PAWSITIVELY PETS, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75354269, registered [or filed] 1997-09-09 for the mark PAWSITIVELY PETS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark PAWSITIVELY PETS and U.S. Trademark Registration No. [or Application Serial No.] 75354269;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark PAWSITIVELY PETS and U.S. Trademark Registration No. [or Application Serial No.] 75354269, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

By: *[Signature]*
Name: Rolando de Aguiar
Title: President

Date: Oct 24, 2005

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark HANDY PRO, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75399258, registered [or filed] 1997-12-03 for the mark HANDY PRO;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark HANDY PRO and U.S. Trademark Registration No. [or Application Serial No.] 75399258;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark HANDY PRO and U.S. Trademark Registration No. [or Application Serial No.] 75399258, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar, known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark CLASSIC LIVING, and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75551750, registered [or filed] 1998-09-11 for the mark CLASSIC LIVING;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark CLASSIC LIVING and U.S. Trademark Registration No. [or Application Serial No.] 75551750;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark CLASSIC LIVING and U.S. Trademark Registration No. [or Application Serial No.] 75551750, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

By: *Rolando de Aguiar*
Name: Rolando de Aguiar
Title: President

Date: October 24 2005

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar, known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____ **LYN C. HUSSEIN**
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark CLASSIC LIVING and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73171022, registered [or filed] 1978-05-19 the mark CLASSIC LIVING;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark CLASSIC LIVING U.S. Trademark Registration No. [or Application Serial No.] 73171022;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark APPALACHIAN TRAIL and U.S. Trademark Registration No. [or Application Serial No.] 73171022, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

(IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]

NOTARY PUBLIC

(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark WONDER TREE and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75928489, registered [or filed] 2000-02-28 the mark WONDER TREE;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark WONDER TREE U.S. Trademark Registration No. [or Application Serial No.] 75928489;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark WONDER TREE and U.S. Trademark Registration No. [or Application Serial No.] 75928489, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By:

[Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]

NOTARY PUBLIC
(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark VICTORIAN VILLAGE COLLECTIBLES and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75325676, registered [or filed] 1997-07-17 the mark VICTORIAN VILLAGE COLLECTIBLES;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark VICTORIAN VILLAGE COLLECTIBLES U.S. Trademark Registration No. [or Application Serial No.] 75325676;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark VICTORIAN VILLAGE COLLECTIBLES and U.S. Trademark Registration No. [or Application Serial No.] 75325676, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC

(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark VICTORIAN VILLAGE and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 74607513, registered [or filed] 1994-12-06 the mark VICTORIAN VILLAGE;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark VICTORIAN VILLAGE U.S. Trademark Registration No. [or Application Serial No.] 74607513;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark VICTORIAN VILLAGE and U.S. Trademark Registration No. [or Application Serial No.] 74607513, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

By: *Rolando de Aguiar*
Name: Rolando de Aguiar
Title: President

Date: Oct 24, 2005

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein
NOTARY PUBLIC

(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark TUMBLE BEARS and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75891632, registered [or filed] 2000-01-07 the mark TUMBLE BEARS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark TUMBLE BEARS U.S. Trademark Registration No. [or Application Serial No.] 75891632;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark TUMBLE BEARS and U.S. Trademark Registration No. [or Application Serial No.] 75891632, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]

NOTARY PUBLIC
(SEAL)

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES: JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark SWEET NOTIONS and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 73463675, registered [or filed] 1984-02-01 the mark SWEET NOTIONS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark SWEET NOTIONS U.S. Trademark Registration No. [or Application Serial No.] 73463675;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark SWEET NOTIONS and U.S. Trademark Registration No. [or Application Serial No.] 73463675, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____
LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

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WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark RESOLUTE BAY and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75737423, registered [or filed] 1999-06-25 the mark RESOLUTE BAY;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark RESOLUTE BAY U.S. Trademark Registration No. [or Application Serial No.] 75737423;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark RESOLUTE BAY and U.S. Trademark Registration No. [or Application Serial No.] 75737423, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24, 2005

By:

Rolando de Aguiar
Name: Rolando de Aguiar
Title: President

STATE OF
COUNTY OF

Connecticut
Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein

NOTARY PUBLIC
(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

TRADEMARK

REEL: 003257 FRAME: 0214

ASSIGNMENT OF TRADEMARK

WHEREAS, Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark PREMIER CLASSIC and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 76183588, registered [or filed] 2002-08-27 the mark PREMIER CLASSIC;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark PREMIER CLASSIC U.S. Trademark Registration No. [or Application Serial No.] 76183588;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark PREMIER CLASSIC and U.S. Trademark Registration No. [or Application Serial No.] 76183588, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC

(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark PERFECT PLUS and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75176745, registered [or filed] 1996-10-03 the mark PERFECT PLUS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark PERFECT PLUS U.S. Trademark Registration No. [or Application Serial No.] 75176745;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark PERFECT PLUS and U.S. Trademark Registration No. [or Application Serial No.] 75176745, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

Date: Oct 24 2005

By: [Signature]
Name: Rolando de Aguiar
Title: President

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October, 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

[Signature]
NOTARY PUBLIC
(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008

ASSIGNMENT OF TRADEMARK

WHEREAS, AMES MERCHANDISING CORPORATION, a subsidiary of Ames Department Stores, Inc., a Delaware Corporation (collectively the "Sellers"), has adopted, and used the mark LT BY LIZ THOMAS and has been authorized pursuant to the October 19, 2005 Order of the United States Bankruptcy Court for the Southern District of New York, in Chapter 11 bankruptcy case nos. 01-42217 through 01-42221 [REG], to sell any and all of its right, title and interest in and to U.S. Trademark Registration No. [or Application Serial No.] 75709287, registered [or filed] 1999-05-18 the mark LT BY LIZ THOMAS;

WHEREAS, BRANDED, LLC, a Georgia corporation having a principal business address at 956 Highland View NE, Atlanta, GA 30306 (the "Buyer"), is desirous of acquiring the right, title and interest in and to the mark LT BY LIZ THOMAS U.S. Trademark Registration No. [or Application Serial No.] 75709287;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Sellers do hereby assign to Buyer any and all of their right, title and interest in and to the mark LT BY LIZ THOMAS and U.S. Trademark Registration No. [or Application Serial No.] 75709287, together with the goodwill of the business symbolized by that mark.

AMES DEPARTMENT STORES, INC.,

et al.

By: *Rolando de Aguiar*
Name: Rolando de Aguiar
Title: President

Date: Oct 24 2005

STATE OF Connecticut
COUNTY OF Hartford

Before me, a Notary Public in and for the County and State aforesaid, on this 24th day of October 2005, personally appeared Rolando de Aguiar known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notary Seal.

Lyn C. Hussein

NOTARY PUBLIC

(SEAL)

My Commission Expires: _____

LYN C. HUSSEIN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2008