

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	05/05/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ShopKo Stores, Inc.		05/05/2006	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	ShopKo Stores Operating Co., LLC
Street Address:	700 Pilgrim Way
City:	Green Bay
State/Country:	WISCONSIN
Postal Code:	54307
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 69

Property Type	Number	Word Mark
Registration Number:	2447263	ACCENTS & ELEMENTS
Registration Number:	2935340	BAILEY'S POINT
Registration Number:	2799050	BAILEY'S POINT
Registration Number:	2952590	BAILEY'S POINT
Registration Number:	2388799	BATH, BODY, ETC.
Registration Number:	2414388	CIA BY SHOPKO
Registration Number:	2414387	CIA BY SHOPKO CUSTOMER INTELLIGENCE ACCESS
Registration Number:	2470394	COMPU VIEW
Registration Number:	2358746	ECLIPSE INTERACTIVE OPTICIAN TRAINING
Registration Number:	3008257	EERIE ALLEY
Registration Number:	2589560	ELECT BABY
Registration Number:	2602233	ELECT BEAUTY
Registration Number:	2687019	ELECT HEALTH

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Registration Number:	2602232	ELECT HOME
Registration Number:	2375660	ENERGY ZONE
Registration Number:	2159748	ENERGY ZONE
Registration Number:	1956800	HUMAN LINK
Registration Number:	2478546	JR. ADVENTURES
Registration Number:	2519735	JR. ADVENTURES
Registration Number:	2119647	KID TOUGH PROMISE
Registration Number:	1820673	NORTHCREST
Registration Number:	2385949	NORTHCREST
Registration Number:	2339297	NORTHCREST
Registration Number:	2185866	NORTHCREST
Registration Number:	2274947	NORTHCREST
Registration Number:	2602031	NORTHCREST
Registration Number:	3043686	NORTHCREST GARDENS
Registration Number:	3043724	NORTHCREST HOME
Registration Number:	2939472	P.A.B. KIDS
Registration Number:	2939471	P.A.B. KIDS
Registration Number:	2036250	PEEK-A-BABE
Registration Number:	2073926	PEEK-A-BABE
Registration Number:	2324788	PEEK-A-BABE
Registration Number:	2166374	
Registration Number:	2055517	
Registration Number:	2317027	PEEK-A-BABE
Registration Number:	2322510	PEEK-A-BABE
Registration Number:	2132942	PEEK-A-BABE
Registration Number:	2953578	RED MACAW TRADING COMPANY
Registration Number:	2473988	REFLEX 2000
Registration Number:	2704983	ROAD GEAR
Registration Number:	2600295	ROAD GEAR
Registration Number:	1737350	SHOPKO
Registration Number:	1408068	SHOPKO
Registration Number:	1847974	SHOPKO
Registration Number:	2972029	SHOPKO EXPRESS RX
Registration Number:	2535002	SIMPLESIZING
Registration Number:	2016241	SOFT SENSATIONS

Registration Number:	2880134	SOON TO BE
Registration Number:	2587415	STAR ACTION SPORTS
Registration Number:	2691997	STAR ACTION SPORTS
Registration Number:	3004765	STUDIO A
Registration Number:	3004791	STUDIO A
Registration Number:	2497155	SUPREME CHOICE
Registration Number:	2625405	SUPREME CHOICE
Registration Number:	2747798	TOTAL TEAM EYE CARE
Registration Number:	2088944	THE TRIMMERRY
Registration Number:	2145515	THE TRIMMERRY
Registration Number:	2242120	ULTIMA
Registration Number:	2841380	URBANOLOGY
Registration Number:	2738000	WILLOW BAY
Registration Number:	1841376	WILLOW BAY
Registration Number:	1961735	WILLOW BAY KIDS
Registration Number:	2709588	WONDER MITTEN
Registration Number:	2538654	WONDERLIGHT PLUS
Registration Number:	2611538	WONDERLIGHT PLUS
Serial Number:	78757090	ENVISION STUDIO
Serial Number:	76604075	GREEN SODA
Serial Number:	76599210	NORTHCREST HOME

CORRESPONDENCE DATA

Fax Number: (612)334-3312
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (612)330-0495
Email: jyoung@wck.com
Correspondent Name: James L. Young
Address Line 1: 900 Second Avenue South Suite 1400
Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	S282.20-0001 - SHOPKO
NAME OF SUBMITTER:	James L. Young
Signature:	/James L. Young/
Date:	05/16/2006

Total Attachments: 3

TRADEMARK
REEL: 003309 FRAME: 0538

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TRADEMARK ASSIGNMENT

WHEREAS, ShopKo Stores, Inc. ("ShopKo"), a corporation organized and existing under the laws of the State of Wisconsin, with a place of business at 700 Pilgrim Way, Green Bay, Wisconsin, has adopted for its business the trademarks and service marks set forth below on the attached Exhibit A.

WHEREAS, ShopKo Stores Operating Co., LLC ("ShopKo Operating"), a limited liability corporation organized and existing under the laws of the State of Delaware, with a place of business at 700 Pilgrim Way, Green Bay, Wisconsin, desires to acquire said marks and registrations;

WHEREAS, this Assignment is made in furtherance of the terms of the Contribution Agreement effective May 5, 2006 between ShopKo and ShopKo Operating; and

WHEREAS, this Assignment is made, nunc pro tunc, effective May 5, 2006, for the purpose of recording the transfer of ownership of said marks and registrations.

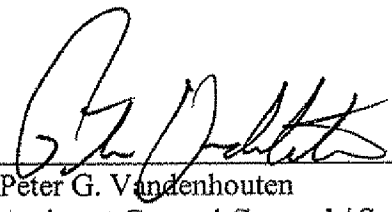
NOW, THEREFORE:

In consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ShopKo hereby assigns, transfers and conveys to ShopKo Operating all rights, title and interests in and to the marks and registration listed on the attached Exhibit A together with the good will of the business symbolized by said marks, along with the right to recover for damages and profits and all other remedies for past infringements thereof.

Dated: _____

5/5/06

By: _____


Peter G. Vandenhouten
Assistant General Counsel / Secretary
ShopKo Stores, Inc.

Dated: _____

5/5/06

By: _____

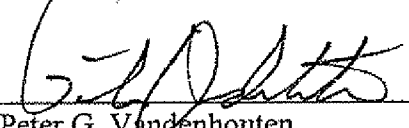

Peter G. Vandenhouten
Assistant General Counsel / Secretary
ShopKo Stores Operating Co., LLC

EXHIBIT A

TRADEMARKS / SERVICE MARKS

MARK	Registration or Serial No.
ACCENTS & ELEMENTS	2,447,263
BAILEY'S POINT	2,935,340
BAILEY'S POINT	2,799,050
BAILEY'S POINT	2,952,590
BATH, BODY, ETC.	2,388,799
CIA BY SHOPKO	2,414,388
CIA BY SHOPKO CUSTOMER INTELLIGENCE ACCESS (and Design)	2,414,387
COMPU VIEW	2,470,394
ECLIPSE INTERACTIVE OPTICIAN TRAINING	2,358,746
EERIE ALLEY	3,008,257
ELECT BABY	2,589,560
ELECT BEAUTY	2,602,233
ELECT HEALTH	2,687,019
ELECT HOME	2,602,232
ENERGY ZONE	2,375,660
ENERGY ZONE	2,159,748
ENVISION STUDIO	78/757,090
GREEN SODA	76/604,075
HUMAN LINK (& Design)	1,956,800
JR. ADVENTURES	2,478,546
JR. ADVENTURES (& Design)	2,519,735
KID TOUGH PROMISE (& Design)	2,119,647
NORTHCREST	1,820,673
NORTHCREST	2,385,949
NORTHCREST	2,339,297
NORTHCREST	2,185,866
NORTHCREST	2,274,947
NORTHCREST	2,602,031
NORTHCREST GARDENS	3,043,686
NORTHCREST HOME	3,043,724
NORTHCREST HOME	76/599,210
P.A.B. KIDS	2,939,472
P.A.B. KIDS (& Design)	2,939,471
PEEK-A-BABE	2,036,250
PEEK-A-BABE	2,073,926
PEEK-A-BABE	2,324,788
PEEK-A-BABE (& Design)	2,166,374
PEEK-A-BABE (& Design)	2,055,517
PEEK-A-BABE (& Design)	2,317,027
PEEK-A-BABE (& Design)	2,322,510
PEEK-A-BABE	2,132,942
RED MACAW TRADING COMPANY	2,953,578
REFLEX 2000	2,473,988

MARK	Registration or Serial No.
ROAD GEAR	2,704,983
ROAD GEAR (& Design)	2,600,295
SHOPKO	1,737,350
SHOPKO	1,408,068
SHOPKO	1,847,974
SHOPKO EXPRESS RX	2,972,029
SIMPLESIZING	2,535,002
SOFT SENSATIONS	2,016,241
SOON TO BE	2,880,134
STAR ACTION SPORTS	2,587,415
STAR ACTION SPORTS (& Design)	2,691,997
STUDIO A	3,004,765
STUDIO A (& Design)	3,004,791
SUPREME CHOICE (& Design)	2,497,155
SUPREME CHOICE (& Design)	2,625,405
TOTAL TEAM EYE CARE	2,747,798
THE TRIMMERRY	2,088,944
THE TRIMMERRY	2,145,515
ULTIMA	2,242,120
URBANOLOGY	2,841,380
WILLOW BAY	2,738,000
WILLOW BAY	1,841,376
WILLOW BAY KIDS	1,961,735
WONDER MITTEN	2,709,588
WONDERLIGHT PLUS	2,538,654
WONDERLIGHT PLUS	2,611,538