

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Kmart of Michigan, Inc.		07/09/2008	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sears Brands, LLC		
<b>Street Address:</b>	3333 Beverly Road		
<b>City:</b>	Hoffman Estates		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60179		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY:		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	76620528	SMALL WONDERS	
<b>Serial Number:</b>	76620348	WONDERKIDS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(312)827-8185		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	312-372-1121		
<b>Email:</b>	trademarks@bellboyd.com		
<b>Correspondent Name:</b>	Bell, Boyd & Lloyd LLP		
<b>Address Line 1:</b>	P.O. Box 1135		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60690-1135		
<b>ATTORNEY DOCKET NUMBER:</b>	118813-160		
<b>NAME OF SUBMITTER:</b>	Christopher S. Adkins		
<b>Signature:</b>	/Christopher S. Adkins/		
<b>Date:</b>	08/01/2008		

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Total Attachments: 1  
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**CONFIRMATORY TRADEMARK ASSIGNMENT**

This Assignment, effective as of January 29, 2007, is made and entered into by and between Kmart of Michigan, Inc., a Michigan Corporation ("Assignor"), and Sears Brands, LLC, an Illinois Limited Liability Company ("Assignee").

*WHEREAS*, Assignor and Assignee entered into an Intellectual Property Purchase and Sale Agreement in which Assignor transferred certain assets to Assignee, including the trademark SMALL WONDERS, U.S. Trademark Registration No. 3,125,410, and WONDERKIDS, U.S. Trademark Registration No. 3,361,170, and all rights related thereto (hereinafter, "the Marks");

*WHEREAS*, pursuant to the Sale, Assignor transferred to Assignee the Marks and the ongoing and existing portion of the business to which the Marks pertains.

*NOW, THEREFORE*, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby confirms the assignment to Assignee, of all right, title and interest in and to the Marks, including all common law rights, registrations and applications therefore, together with the goodwill of the business associated with the Marks.

**KMART OF MICHIGAN, INC.**

By: MARY Tortorice  
Name: Mary Tortorice  
Title: Vice President  
Date: 7/9/08

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