

**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>
ARIZONA MAIL ORDER COMPANY, INC.		10/17/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SHOETRADER, INC.		
<b>Street Address:</b>	450 WINKS LANE		
<b>City:</b>	BENSALEM		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19020		
<b>Entity Type:</b>	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3513973	COMFORT IS ALWAYS IN STYLE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)604-5617		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	215-638-6905		
<b>Email:</b>	corp-legal-general@charming.com		
<b>Correspondent Name:</b>	KATHLEEN H. LIEBERMAN		
<b>Address Line 1:</b>	450 WINKS LANE		
<b>Address Line 4:</b>	BENSALEM, PENNSYLVANIA 19020		
<b>NAME OF SUBMITTER:</b>	Kathleen H. Lieberman		
<b>Signature:</b>	/Kathleen H. Lieberman/		
<b>Date:</b>	10/17/2008		

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Total Attachments: 3

**900118704**

**TRADEMARK  
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ASSIGNMENT OF TRADEMARKS

WHEREAS, ARIZONA MAIL ORDER COMPANY, INC., a Delaware corporation, having a place of business at 3740 East 34<sup>th</sup> Street, Tucson, Arizona 85713 (the "Assignor") is the owner of record of the U. S. Trademark Registration set forth on Schedule A attached hereto;

WHEREAS, SHOETRADER, INC., a Pennsylvania corporation, having a place of business at 450 Winks Lane, Bensalem, PA 19020 (the "Assignee") is desirous of acquiring all of Assignor's rights, title and interest in and to the registration identified on Schedule "A" attached hereto (the "Mark") and the attendant good will;

WHEREAS, it is desired that the assignment of said registration be made of record in the United States Patent and Trademark Office.

NOW THEREFORE, for good and valuation consideration, the receipt and sufficient of which are hereby acknowledged and intending to be legally bound hereby, Assignor hereby assigns to said Assignee all of Assignor's rights, title and interest in and to the said Mark, together with (a) the goodwill of the business symbolized by and associated with the said Mark, (b) all applications therefor and registrations and renewals thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Mark or the registrations thereof or such associated goodwill.

Assignor agrees to execute and deliver, at Assignee's reasonable request and at Assignee's expense, all papers, instruments and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all of Assignor's rights, title and interest in and to the Mark in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

*Signature Page to Follow*

Assignor: ARIZONA MAIL ORDER COMPANY, INC.

By: *T. Neale Attenborough*

Name: T. Neale Attenborough

Title: Chief Executive Officer

Dated: 10/17/08

STATE OF MA :  
 : SS  
COUNTY OF ESSEX :

On this the 17<sup>th</sup> day of OCT., 2008 before me appeared T. Neale Attenborough the person who signed this instrument, who acknowledged that he holds the position of Chief Executive Officer for ARIZONA MAIL ORDER COMPANY, INC., a Delaware corporation. and that being duly authorized he signed this instrument as a free act on behalf of such company.



CLAINÉ D. LeBLANC  
Notary Public  
Commonwealth of Massachusetts  
Commission Expires  
December 8, 2011

*Claine D. LeBlanc*  
, Notary Public

SCHEDULE "A"

REGISTRATION FILED IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark

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Registration No.

3513973