

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bankruptcy Estate of Bakers Footwear Group, Inc.		02/28/2013	ESTATE: MISSOURI

RECEIVING PARTY DATA

Name:	Bakers 2013, LLC
Street Address:	2815 Scott Avenue
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63103
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	0719778	BAKERS
Registration Number:	3875198	BAKERS
Registration Number:	3876307	BAKERS
Registration Number:	3875200	BAKERS
Registration Number:	3321308	CIELLA
Registration Number:	0719777	LEED'S
Registration Number:	1943049	NO PARKING
Registration Number:	0430591	QUALI CRAFT
Registration Number:	3876318	RIVERSTONE
Registration Number:	4039478	SHOETERNITY
Registration Number:	4039479	SHOETERNITY.COM
Registration Number:	2273024	STOMP
Registration Number:	0986497	THE LEGWORKS
Registration Number:	2745441	TOZ

OP \$415.00 0719778

TRADEMARK

Registration Number:	2849107	TOZ
Registration Number:	3107432	B

CORRESPONDENCE DATA

Fax Number: 2158518383
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 215-851-8522
Email: rjacobsmeadway@eckertseamans.com
Correspondent Name: Roberta Jacobs-Meadway
Address Line 1: 50 S. 16th Street
Address Line 2: Two Liberty Place, 22nd Floor
Address Line 4: Philadelphia, PENNSYLVANIA 19102

ATTORNEY DOCKET NUMBER:	305603-00001
NAME OF SUBMITTER:	Roberta Jacobs-Meadway
Signature:	/Roberta Jacobs-Meadway/
Date:	03/26/2013

Total Attachments: 8
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TRADEMARK ASSIGNMENT

This Trademark Assignment ("Trademark Assignment") is made and entered into as of February 28, 2013 between Robert J. Blackwell (the "Trustee") in his capacity as chapter 7 trustee of the bankruptcy estate of Bakers Footwear Group, Inc. (the "Assignor") and Bakers 2013 LLC (the "Assignee") pursuant to the Asset Purchase Agreement (the "Asset Purchase Agreement") entered into between the parties dated February 11, 2013.

Recitals

WHEREAS, Bakers Footwear Group, Inc. (the "Debtor") filed for bankruptcy relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") on October 3, 2012 in the United States Bankruptcy Court for the Eastern District of Missouri;

WHEREAS, the Debtor's bankruptcy case converted to a case under chapter 7 of the Bankruptcy Code on January 18, 2013;

WHEREAS, the Trustee is the duly appointed and acting chapter 7 trustee of the Debtor's chapter 7 case;

WHEREAS, the Debtor's estate owns certain intellectual property including various trademarks;

WHEREAS, Assignor wishes to sell, transfer and assign to Assignee its interest in certain trademarks pursuant to the Asset Purchase Agreement listed on Schedule A attached hereto;

WHEREAS, Assignee is desirous of acquiring all of Assignor's right, title and interest in and to these trademarks and all versions of them, together with the goodwill of the business symbolized by the trademarks and the registrations thereof and applications there for;

WHEREAS, it is desired that the assignment of said registrations and applications be made of record in the United States Patent and Trademark Office, and other appropriate Patent and Trademark Offices.

Agreement

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby sells, transfers, conveys, assigns and sets over unto Assignee all of Assignor's rights, title and interest in and to the trademarks, and all versions of them, together with the goodwill of the business symbolized by said marks, and the registrations thereof and applications therefore as set forth in Schedule A, and all rights to damages and profits, due or accrued, arising out of past infringements of said trademark, and the right to sue for and recover the same.

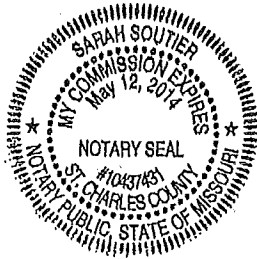
IN WITNESS WHEREOF, the parties have duly executed this Trademark Assignment on the date first above written.

BANKRUPTCY ESTATE OF BAKERS FOOTWEAR GROUP, INC.

By: [Signature]
Robert J. Blackwell
Chapter 7 Trustee

State of Missouri)
)
County of St. Charles)

Before me, a Notary Public within and for said County, personally appeared Robert J. Blackwell, Chapter 7 Trustee, the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed on this 28th day of February, 2013.



Sarah Soutier
Notary Public

BAKERS 2013 LLC

By: _____
Segev Davidson

State of Missouri)
)
City of St. Louis)

Before me, a Notary Public within and for said County, personally appeared Segev Davidson, the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed on this 28th day of February, 2013.

Notary Public

IN WITNESS WHEREOF, the parties have duly executed this Trademark Assignment on the date first above written.

BANKRUPTCY ESTATE OF BAKERS FOOTWEAR GROUP, INC.

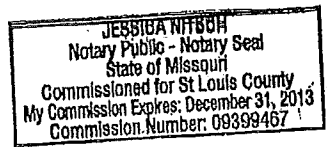
By: _____
Robert J. Blackwell
Chapter 7 Trustee

State of Missouri)
)
County of St. Charles)

Before me, a Notary Public within and for said County, personally appeared Robert J. Blackwell, Chapter 7 Trustee, the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed on this 28th day of February, 2013.

Notary Public

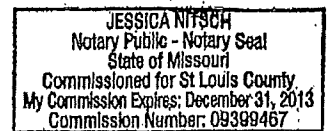
BAKERS 2013 LLC
By: _____
Segev Davidson



State of Missouri)
)
City of St. Louis)

Before me, a Notary Public within and for said County, personally appeared Segev Davidson, the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed on this 28th day of February, 2013.

Notary Public



SCHEDULE A

Bakers Footwear Group, Inc.

Printed: 1/8/2013

Trademark Report By Title
Search Criteria
TMerk [not] *transfer*
Status ACTIVE
ClientID 515583

Display Options
Goods All
Images All

COUNTRY	REFERENCE #	FILED	APP #	REG DT	REG #	STATUS	CLASSES
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B & DESIGN



UNITED STATES	515583.38	02/16/2001	78/048,493	08/20/2008	3,107,432	REGISTERED	14, 18, 25, 28, 35
	CLASS	DESCRIPTION					
	14	Jewelry					
	18	handbags and purses					
	25	footwear, clothing, namely jackets, scarves, belts, socks, hosiery					
	28	footwear ornaments not of precious metal, hair ornaments and barrettes					
	35	retail store services, online retail services, mail order services and catalog services, all in the fields of footwear, clothing and accessories therefor					

BAKERS

UNITED STATES	515583.25	08/22/1980	72/103,123	08/08/1981	719,778	REGISTERED	35
	CLASS	DESCRIPTION					
	35	Retail shoe and accessory store services					
UNITED STATES	515583.29	03/12/1998	75/449,163	11/18/2010	3,875,198	REGISTERED	25
	CLASS	DESCRIPTION					
	25	Clothing, namely, hats, belts, socks, shoes, scarves, ligths, shoe inserts, namely, cushioned heel inserts, and non-slip pads for application to the soles of shoes					
UNITED STATES	515583.43	03/19/2002	78/115,991	11/18/2010	3,876,307	REGISTERED	35
	CLASS	DESCRIPTION					
	35	Retail shoe and accessory store services					
UNITED STATES	515583.33	03/12/1998	75/979,308	11/18/2010	3,875,200	REGISTERED	14, 18, 21, 28, 3, 9
	CLASS	DESCRIPTION					
	3	Shoe polishes, shoe oils, and shoe polish with a sponge applicator					
	9	sunglasses					
	14	Jewelry					
	18	wallets, backpacks, and handbags					
	21	shoe brushes and shoe sponges					
	28	hair ornaments and hair accessories, namely salon clips, hairpins, barrettes, hairsticks, combs, snap clips, hairclaws, ponytail holders, hair bands, and hair bows					

BAKER'S

CANADA	515583.44	05/28/2002	1141928	12/20/2005	655,552	REGISTERED	SVS
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COUNTRY	REFERENCE #	FILED	APP #	REG DT	REG #	STATUS	CLASSES
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CLASS	DESCRIPTION
9VS	Retail store services featuring shoes and accessories

CANADA 516603.45 08/19/2002 1160020 03/22/2008 661,116 REGISTERED WRS

CLASS	DESCRIPTION
WRS	Footwear, namely boots, sandals, shoes and slippers

CIELLA

UNITED STATES 516603.46 03/10/2006 78/834,037 10/23/2007 3,321,308 REGISTERED 25, 35

CLASS	DESCRIPTION
25	footwear
35	retail store services featuring footwear and related accessories

LEED'S

UNITED STATES 516603.37 08/22/1980 72/103,122 08/08/1991 719,777 REGISTERED 35

CLASS	DESCRIPTION
35	Retail shoe and accessory store services

NO PARKING

UNITED STATES 516603.26 03/13/1995 74/848,458 12/19/1995 1,943,049 REGISTERED 25

CLASS	DESCRIPTION
25	Shoes

PRECIS

UNITED STATES 516603.62 MAILED

QUALI CRAFT (STYLIZED)



UNITED STATES 516603.27 03/19/1946 71/498,610 09/17/1947 430,691 REGISTERED 25

CLASS	DESCRIPTION
25	Ladies' shoes made of leather, rubber, fabrics, plastic, and combinations thereof

RIVERSTONE

UNITED STATES 516603.47 05/09/2008 78/879,764 11/16/2010 3,876,318 REGISTERED 25

Bakers Footwear Group, Inc.
List of Domain Names

DOMAIN NAME	ACCOUNT NO.	POINTS TO	EXPIRATION
bakers.co	5706556	Under Construction Page	07/01/13
bakersshoes.com	1533914	NS1. Covella.com NS2. Covella.com	11/12/16
bfgstl.com	5706556	ANDS Services	02/07/16
bfgstl.net	5706556	CBRU.BR.NS.ELS- CMS.ATT.NET CMTU.MT.NS.ELS- GMS.ATT.NET	11/30/14
mbakersshoes.com	31328911	Under Construction Page	05/12/13