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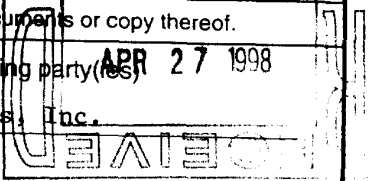
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To the Honorable Commissioner of Patents



100712508

1 original document or copy thereof.



1. Name of conveying party(ies):

2 X S, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 13, 1998

2. Name and address of receiving party(ies)

Name: Wal-Mart Stores, Inc.

Internal Address:

Street Address: 702 S.W. 8th Street

City: Bentonville State: AR ZIP: 72614

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,448,638

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Barbara L. (Pixie) Waite

Internal Address: Suite 1000

Street Address: 1201 New York Avenue, N.W.

City: Washington State: D.C. ZIP: 20005

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0261

(Attach duplicate copy of this page if paying by deposit account)

05/15/1998 JSH/0077 00000135 220261 1448638  
Sale Ref: 00000136 DAB: 220261 1448638  
01 FC:481 40.00 EN

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Barbara L. (Pixie) Waite  
Name of Person Signing

*Barbara L. Waite*  
Signature

April 27, 1998

2 Date

Total number of pages including cover sheet, attachments, and document:

**ASSIGNMENT OF TRADEMARKS AND TRADE NAMES**

2 X S, Inc., a California corporation, having its principal place of business at 911 Wilshire Boulevard, Suite 2100, Los Angeles, California 90017, formerly located at 2390 West Pico Boulevard, Los Angeles, California 90006 (the "Assignor"), and having adopted, used, and is the owner of certain trade names and trademarks described more fully below, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Sells, assigns, and transfers to Wal-Mart Stores, Inc., a Delaware corporation, having its principal place of business at 702 Southwest Eighth Street, Bentonville, Arkansas 72614 (the "Assignee"), the entire right, title, and interest, in and to the trade name "2 X S" and to the following trademarks, together with the goodwill of the business symbolized by said trademarks:

2-X-S and Design, Reg. No. 1,448,638.

Assignor warrants and covenants that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed, has been or will be made to others by the Assignor or any predecessor in title thereto and that the full right to convey the same as herein expressed is possessed thereby.

To be binding on the successors and assigns of the Assignor and to extend to the successors, assigns, and nominees of the Assignee.

2 X S, INC.

By: *Norman Blomberg*  
Norman Blomberg  
Date: 4/13/98

STATE OF CALIFORNIA  
COUNTY OF ORANGE

On this 13 day of April, 1998, personally appeared Norman Blomberg, to me known and known to me to be President, of 2 X S Inc., the Assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

*Robert S. Wayne*  
Notary Public

My Commission Expires: July 4, 1998



ROBERT S. WAYNE  
MY COMMISSION # CC389797 EXPIRES  
July 4, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.