

10-08-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

OPR/FINANCE

9.29.98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
07 21 95

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name THE PROVEN VALU CORPORATION

09 02 98

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party

Mark if additional names of receiving parties attached

Name THE CARQUEST CORPORATION

DBA/AKA/TA

Composed of

Address (line 1) 12596 WEST BAYAUD AVENUE

Address (line 2) SUITE 400

Address (line 3) LAKEWOOD

COLORADO

80228

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

- Corporation Association

Other

Citizenship/State of Incorporation/Organization DELAWARE

10/07/1998 TTON11 00000231 1509702

FOR OFFICE USE ONLY

01 FD:481
02 FD:482

40.00 OP
75.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 1796 FRAME: 0169

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1509702"/>	<input type="text" value="1417386"/>	<input type="text" value="1173917"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1307696"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Ginabeth B. Hutchison

Name of Person Signing

Signature

9/24/98

Date Signed

ASSIGNMENT OF TRADEMARK REGISTRATIONS NUNC PRO TUNC

WHEREAS, THE PROVEN VALU CORPORATION, a Delaware corporation formerly located and doing business at 580 White Plains Road, Tarrytown, New York 10591, owned the trademarks and the United States Patent and Trademark Office Registration Numbers shown on Schedule A, which registrations are subsisting and valid; and of which registrations The Proven Valu Corporation is the owner of record;

WHEREAS, THE CARQUEST CORPORATION, a Delaware corporation, located and doing business at 12596 W. Bayaud Avenue, Suite 400, Lakewood, Colorado 80228, acquired said marks, the goodwill therein and the registrations thereof on July 21, 1995 when The Proven Valu Corporation was merged with and into The Carquest Corporation;

WHEREAS, THE CARQUEST CORPORATION desires to conform the records of the Assignment Branch of the United States Patent and Trademark Office to reflect its ownership of the trademarks and the registrations thereof shown on Schedule A;

NOW, THEREFORE, be it known that for good and valuable consideration, receipt of which is hereby acknowledged, THE PROVEN VALU CORPORATION did assign unto THE CARQUEST CORPORATION all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by said marks, and the registrations thereof identified in Schedule A, attached hereto, and ownership thereof now

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SEP 02 '98 15:37 ALSTON & BIRD

TRADEMARK
REEL: 1796 FRAME: 0171

SCHEDULE A

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
PV (Stylized)	1,509,702	October 25, 1988
PV (Stylized)	1,417,386	November 18, 1986
PROVEN VALU (Stylized)	1,173,917	October 20, 1981
BRAVO & Design	1,307,696	December 4, 1984