

10-19-1998



COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commiss.

100852636

See attached original documents or copy thereof.

MKD 10-13-98

1. Name of conveying party(ies):

Aalfs Manufacturing, Inc.

- Individual(s)
- General Partnership
- Corporation-State (Iowa)
- 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: September 25, 1998

2. Name and address of receiving party(ies)

Name: J.C. Penney Company, Inc.

Internal Address: _____

Street Address: 14841 North Dallas Parkway

City: Dallas State: Texas Zip: 75240-6760

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

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

(Designations must be a separate document form assignment)

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

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

A. Trademark Application No.(s)

75/317,521

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Bruce W. McKee

Internal Address: _____

Street Address: 801 Grand Avenue, Suite 3200

City: Des Moines State: Iowa Zip: 50309

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:

Charge any additional fees to Acct.# 26-0084
(Attach duplicate copy of this page if paying by deposit account)

10/19/1998 JSH/BAZZ 0000011 75317521

01 FC:481 40.00 UP

DO NOT USE THIS SPACE

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.

Bruce W. McKee

Name of Person Signing

Signature

October 5, 1998

Date

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

2

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

TRADEMARK
REEL: 1800 FRAME: 0453


A S S I G N M E N T

WHEREAS, AALFS MANUFACTURING, INC., an Iowa corporation with a principal place of business of P.O. Box 3567, Sioux City, Iowa 51102-3567, is the owner of Trademark Application No. 75/317,521 filed June 30, 1997 for the mark ARIZONA ORIGINALS, and

WHEREAS, J.C. PENNEY COMPANY, INC. a Delaware corporation, with a principal place of business at 14841 North Dallas Parkway, Dallas, Texas 75240-6760, is desirous of acquiring the entire right, title and interest in and to said mark, together with the goodwill of the business pertaining to said mark;

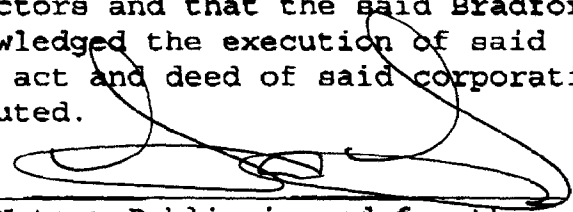
NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said AALFS MANUFACTURING, INC. does hereby assign unto J.C. PENNEY COMPANY, INC. all right, title and interest which AALFS MANUFACTURING, INC. has heretofore enjoyed pertaining to said mark, together with the goodwill of the business pertaining to said mark, the same to be held and enjoyed by J.C. PENNEY COMPANY, INC., its successors and assigns, together with the right to sue for and collect for all claims for damages by reason of past infringement of said mark and the application thereof.

AALFS MANUFACTURING, INC.

By 
Bradford H. Fritts
Executive Vice President
of Marketing and Sales

STATE OF)
) ss
COUNTY OF)

On this 25th day of September, 1998, before me, the undersigned, a Notary Public in and for the state, personally appeared Bradford H. Fritts, to me personally known, who being by me duly sworn, did say that he is the Executive Vice President of Marketing and Sales of AALFS MANUFACTURING, INC.; that said above and foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors and that the said Bradford H. Fritts, as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.


Notary Public in and for the
State of Texas
Commission Expires: _____

