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02-14-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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 # _____

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Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other _____

Effective Date
Month Day Year
11-26-96

Conveying Party

Mark if additional names of conveying parties attached

Name Loblaws, Inc. Execution Date
Month Day Year
11-26-96

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Canada

Receiving Party

Mark if additional names of receiving parties attached

Name Wal-Mart Stores, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 702 S.W. 8th Street

Address (line 2) _____

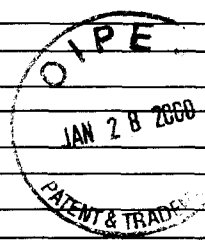
Address (line 3) Bentonville Arkansas 72712
City State/Country Zip Code

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



02/14/2000 DNGUYEN 00000010 1853499

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 50.00 DP

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TRADEMARK
REEL: 002020 FRAME: 0914

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,953,499"/>	<input type="text" value="1,906,224"/>	<input type="text" value="1,920,593"/>
<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.

Barbara L. Waite

January 27, 2000

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

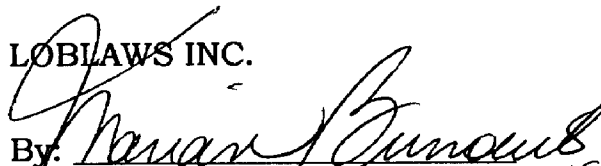
Province of Ontario)
Region of York)

Loblaws Inc., an Ontario corporation with its principal place of business in the Municipality of Metropolitan Toronto, Ontario, Canada ("Loblaw"), has adopted, used and is using a mark for which is registered in the United States Patent Office for the name Sam's Choice, Registration Numbers 1,953,499, 1,906,224 and 1,920,593.

Wal-Mart Stores, Inc., a Delaware corporation, with its principal place of business in Bentonville, Benton County, Arkansas, USA ("Wal-Mart"), is desirous of acquiring such mark. For good and valuable consideration, receipt of which is hereby acknowledged, Loblaw hereby assigns to Wal-Mart all rights, title and interest in and to such mark, together with the goodwill of the business symbolized by such marks and the registrations thereof, Numbers 1,953,499, 1,906,224 and 1,920,593.

ATTEST:

By: Catherine M. Brown

LOBLAWS INC.
By: 
Name: MARIAN BURROWS
Title: ASSISTANT SECRETARY

By: 
Name: **ROBERT A. BALCOM**
Title: **Assistant Secretary**