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To the Hon. Commissioner of Patents & Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Goody's Family Clothing, Inc.

- Individuals)
- General Partnership
- Limited Partnership
- Corporation - Tennessee
- Association
- Other

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

2. Name and address of receiving party(ies):

Name:
Sydoog, Inc.

Street Address:
913 Market Street, Suite 817
Wilmington, DE 19801

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

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

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

3. Nature of conveyance:

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

Execution Date: April 7, 2000

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

A. Trademark Application No(s).
75/774,422

B. Trademark Registration No(s).

Additional numbers attached? Yes No

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

Robert O. Fox, Esq.
LUEDEKA, NEELY & GRAHAM, P.C.
P. O. Box 1871
Knoxville, TN 37901

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$40
 Enclosed

Please charge to deposit account any missing or additional fee

8. Deposit Account No. 12-2355



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.

Robert O. Fox

Name of Person Signing

Signature

April 10, 2000

Date

Total number of pages including cover sheet: [2]

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*** CERTIFICATE OF MAILING ***

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Box Assignment, Office of Public Records, U.S. Patent and Trademark Office, Crystal Gateway 4, Room 335, Washington, D.C. 20231

on April 10, 2000
Date

Robert O. Fox, Reg. No. 34,165

ASSIGNMENT

Goody's Family Clothing, Inc., a corporation of the State of Tennessee, the owner of the trademark GOODY'S, associated logos, commercial symbols, and trademarks, logos and trade names (hereinafter collectively referred to as the "Marks") for use in connection with credit cards. and the owner of the following United States Trademark Application for certain of the Marks:

<u>Mark</u>	<u>U. S. Serial No.</u>	<u>Filing Date</u>	<u>Amendment to Allege Use Filed</u>
GOODY'S	75/774,422	08/12/99	02/16/00

(the above-mentioned Marks and Application being referred to hereinafter as the "Marks and Application"), for good and valuable consideration, receipt of which is hereby acknowledged, has assigned and hereby does assign to Sydoog, Inc., all of its right, title and interest in and to the Marks and Application, together with the goodwill of the business symbolized by the Marks and Application.

Date: April 7, 2000

By Regis J. Hebbeler
 Goody's Family Clothing, Inc.
 Regis J. Hebbeler, Esq.
 Vice-President and General Counsel

STATE OF TENNESSEE)
)
 COUNTY OF KNOX)

Before me, Benjamin E. Williams, of the state and county mentioned, personally appeared Regis J. Hebbeler, Esq. with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purpose therein contained.

WITNESS my hand and seal, at office in Knoxville, Tennessee, this 7th day of April, 2000.

Benjamin E. Williams
 Notary Public

My Commission Expires: 11/5/2003