

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): WAL-MART STORES, INC.,

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

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

2. Name and address of receiving party(ies) Name: MOUNT VERNON MILLS, INC.

Internal Address: Street Address: 55 BEATTIE PLACE, SUITE 700 City: GREENVILLE State: SC Zip: 29602

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State MARYLAND, 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

3. Nature of conveyance:

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

Execution Date: FEBRUARY 16, 2004

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,608,303

Additional number(s) attached Yes No

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

Name: CORT FLINT, REG. NO. 27,260 Internal Address: McNair Law Firm, PA

Street Address: P.O. Box 10827

City: Greenville State: SC Zip: 29603

6. Total number of applications and registrations involved: One

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

502079

DO NOT USE THIS SPACE

9. Signature.

Cort Flint, Reg. 27,260 Name of Person Signing

Signature

March 9, 2004 Date

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

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

CH \$40.00 602079 1608303

A S S I G N M E N T

WHEREAS, WAL-MART STORES, INC., (hereinafter "Assignor"), a Delaware corporation, having its offices and principal place of business at 702 S.W. 8th Street, Bentonville, Arkansas 72716-8095, is the owner of United States Trademark Registration No. 1,608,303 issued July 31, 1990, for the mark BABYCARE, and of the goodwill of the business symbolized by said mark;

AND WHEREAS, Mount Vernon Mills, Inc., (hereinafter "Assignee"), a Maryland corporation having its offices and principal place of business at 55 Beattie Place, Suite 700, Greenville, South Carolina, 29602, is desirous of acquiring the entire right, title and interest in and to the said United States trademark registration, the trademark shown in said registration, the goodwill of the business symbolized by said mark, and the right to sue for past infringements;

NOW, THEREFORE, for One Dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer unto the said Assignee the entire right, title and interest in and to the said United States trademark registration, and the trademark shown in the said registration, together with the goodwill of the business symbolized by said mark, the right of Assignor to conduct business under said trademark, and the right to sue for past infringements of said mark.

Done, this 16 day of February, 2004.

WAL-MART STORES, INC.

By: Beth Schommer
Beth Schommer

Title: Vice President
Division Merchandise Manager
Infants/Toddlers