

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	07/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goody's Family Clothing, Inc.		07/29/2005	CORPORATION: TENNESSEE

RECEIVING PARTY DATA

Name:	Goody's MS, LP
Street Address:	400 Goody's Lane
City:	Knoxville
State/Country:	TENNESSEE
Postal Code:	37922
Entity Type:	LIMITED PARTNERSHIP: TENNESSEE

PROPERTY NUMBERS Total: 78

Property Type	Number	Word Mark
Registration Number:	1949260	FEELS LIKE YOU
Registration Number:	2704878	MONTANA BLUES JEAN COMPANY
Registration Number:	2778010	GOOD KIDZ
Registration Number:	2783189	STERLING REFLECTIONS
Registration Number:	2697501	ACCESSORY CROSSING
Registration Number:	2678909	GOODCLOTHES
Registration Number:	2644246	RGM
Registration Number:	2515145	Y.E.S. YOUR EVERYDAY SAVINGS
Registration Number:	2678764	ACCESSORY CROSSING
Registration Number:	2675429	DHX
Registration Number:	2550376	"INTERNATIONAL" TRADING COMPANY
Registration Number:	2427268	DUCK HEAD TOUR
Registration Number:	2304724	INTIMATE CLASSICS

CH \$1965.00 1949260

Registration Number:	2230456	G
Registration Number:	2369088	BABY DUCK HEAD
Registration Number:	1651551	DUCK HEAD
Registration Number:	817443	DUCK HEAD
Registration Number:	2230045	GOODY'S LOW PRICE!! DEPARTMENT STORE STYLES DEPARTMENT STORE BRANDS
Registration Number:	2285936	DUCK HEAD TAILORED CLASSICS
Registration Number:	2164591	OLD COLLEGE INN
Registration Number:	2675428	DHX SPORT
Registration Number:	2561162	MOUNTAIN LAKE
Registration Number:	2561161	MOUNTAIN LAKE CASUALS
Registration Number:	2414646	LOW PRICES NEVER LOOKED SO GOOD
Registration Number:	2377170	BOBBY G BY IVY CREW
Registration Number:	2466431	OLD COLLEGE INN JEAN COMPANY
Registration Number:	2466437	OLD COLLEGE INN LOUNGEWEAR
Registration Number:	2542128	MOUNTAIN LAKE JEAN COMPANY
Registration Number:	2018003	1865
Registration Number:	2657455	IVY CREW
Registration Number:	1951765	EXPEDITION 1865
Registration Number:	1949457	DUCK HEAD EXPEDITION 1865
Registration Number:	1998536	
Registration Number:	1907857	
Registration Number:	1941462	
Registration Number:	1926401	
Registration Number:	2464437	OLD COLLEGE INN SPORT
Registration Number:	2417094	MBJC
Registration Number:	2466590	OCI
Registration Number:	2356901	OCI
Registration Number:	53255	
Registration Number:	1860982	
Registration Number:	1662862	YOUR EVERYDAY Y.E.S. SAVINGS BRANDS VALUE QUALITY
Registration Number:	1468429	DUCK HEAD
Registration Number:	1832781	DUCK HEAD
Registration Number:	1468430	

Serial Number:	78608670	DENIM PLANET
Serial Number:	78606925	GOODY'S 4 SHOES
Serial Number:	78602923	
Serial Number:	78546412	WWW.GOODYSONLINE.COM
Serial Number:	78543805	COMFORT STRETCH
Serial Number:	78529991	NOW THAT LOOKS GREAT ON YOU
Serial Number:	78526698	D DUCK HEAD JEANS CO.
Serial Number:	78526692	D DUCK HEAD
Serial Number:	78405408	DHJCO
Serial Number:	78405399	DHJC
Serial Number:	78405392	DH JEANS CO.
Serial Number:	78404943	DUCK HEAD JEANS CO.
Serial Number:	78377748	DUCK HEAD
Serial Number:	78377721	
Serial Number:	78362303	
Serial Number:	78339606	DUCKTEK
Serial Number:	78497068	GOOD SPORTS
Serial Number:	78497063	GOODSPORT
Serial Number:	78493799	TAKE A GOOD LOOK
Serial Number:	78474967	THE BEST TOWEL ON THE BEACH
Serial Number:	78447559	DHX DRY
Serial Number:	78419112	DUCK HEAD BABY
Serial Number:	78418651	DUCK HEAD SPORT
Serial Number:	78417474	DRESSING YOU FOR LIFE
Serial Number:	78339593	DUCK TAIL
Serial Number:	78316446	WE KNOW DENIM
Serial Number:	78316422	RMG
Serial Number:	78307427	DUCK TUCKS
Serial Number:	78289175	LITTLE DUCK HEAD
Serial Number:	78165382	MONTANA BLUES
Serial Number:	76342646	GOODY'S IT'S ALL ABOUT YOU
Serial Number:	76274577	GOODGIRLS

CORRESPONDENCE DATA

Fax Number: (865)523-4478

TRADEMARK
REEL: 003131 FRAME: 0909

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 8655464305
Email: RFOX@LNG-PATENT.COM
Correspondent Name: Luedeka Neely & Graham PC
Address Line 1: P.O. Box 1871
Address Line 4: Knoxville, TENNESSEE 37901

NAME OF SUBMITTER:	Robert O. Fox, Esq.
Signature:	/Robert O. Fox/
Date:	08/01/2005

Total Attachments: 6






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**ASSIGNMENT OF MARKS, REGISTRATIONS THEREOF, AND
APPLICATIONS FOR REGISTRATION THEREOF**

WHEREAS, GOODY'S FAMILY CLOTHING, INC., a corporation of the State of Tennessee, with a business address at 400 Goody's Lane, Knoxville, TN 37922 (hereinafter "Assignor"), has registered and filed applications in the United States Patent & Trademark Office to register the below listed Marks:




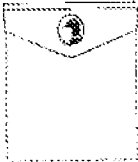

Registrations:

Registration No. 1949260 Registration Date: 01/16/1996 Mark: FEELS LIKE YOU (Stylized)	Registration No. 2550376 Registration Date: 03/19/2002 Mark: INTERNATIONAL TRADING COMPANY (& Design)
Registration No. 2704878 Registration Date: 04/08/2003 Mark: MONTANA BLUES JEAN COMPANY (& Design)	Registration No. 2427268 Registration Date: 02/06/2001 Mark: DUCK HEAD TOUR
Registration No. 2778010 Registration Date: 10/28/2003 Mark: GOOD KIDZ	Registration No. 2304724 Registration Date: 12/28/1999 Mark: INTIMATE CLASSICS
Registration No. 2783189 Registration Date: 11/11/2003 Mark: STERLING REFLECTIONS	Registration No. 2230456 Registration Date: 03/09/1999 Mark: G (& Design)
Registration No. 2697501 Registration Date: 03/18/2003 Mark: ACCESSORY CROSSING	Registration No. 2369088 Registration Date: 07/18/2000 Mark: BABY DUCK HEAD
Registration No. 2678909 Registration Date: 01/21/2003 Mark: GOOD CLOTHES (& Design)	Registration No. 1651551 Registration Date: 07/23/1991 Mark: DUCK HEAD
Registration No. 2644246 Registration Date: 10/29/2002 Mark: RGM	Registration No. S17443 Registration Date: 10/25/1966 Mark: DUCK HEAD
Registration No. 2515145 Registration Date: 12/04/2001 Mark: Y.E.S. YOUR EVERYDAY SAVINGS	Registration No. 2230045 Registration Date: 03/09/1999 Mark: GOODY'S LOW PRICE!! DEPARTMENT STORE SYSTELES DEPARTMENT STORE BRANDS (&Design)
Registration No. 2678764 Registration Date: 01/21/2003 Mark: ACCESSORY CROSSING	Registration No. 2285936 Registration Date: 10/12/1999 Mark: DUCK HEAD TAILORED CLASSICS
Registration No. 2675429 Registration Date: 01/14/2003 Mark: DHX	Registration No. 2164591 Registration Date: 06/09/1998 Mark: OLD COLELGE INN

<p>Registration No. 2675428 Registration Date: 01/14/2003 Mark: DHX SPORT</p>	<p>Registration No. 2018003 Registration Date: 11/19/1996 Mark: 1865 (& Design)</p> 
<p>Registration No. 2561162 Registration Date: 04/16/2002 Mark: MOUNTAIN LAKE</p>	<p>Registration No. 2657455 Registration Date: 12/10/2002 Mark: IVY CREW</p>
<p>Registration No. 2561161 Registration Date: 04/16/2002 Mark: MOUNTAIN LAKE CASUALS</p>	<p>Registration No. 1951765 Registration Date: 01/23/1996 Mark: EXPEDITION 1865</p>
<p>Registration No. 2414646 Registration Date: 12/19/2000 Mark: LOW PRICES NEVER LOOKED SO GOOD</p>	<p>Registration No. 1949457 Registration Date: 01/16/1996 Mark: DUCK HEAD EXPEDITION 1865 (& Design)</p>
<p>Registration No. 2377170 Registration Date: 08/15/2000 Mark: BOBBY G BY IVY CREW</p>	<p>Registration No. 1998536 Registration Date: 09/03/1996 Mark: (Design only)</p> 
<p>Registration No. 2466431 Registration Date: 07/03/2001 Mark: OLD COLLEGE INN JEAN COMPANY</p>	<p>Registration No. 1907857 Registration Date: 07/25/1995 Mark: (Design only)</p> 
<p>Registration No. 2466437 Registration Date: 07/03/2001 Mark: OLD COLLEGE INN LOUNGEWEAR</p>	<p>Registration No. 1941462 Registration Date: 12/12/1995 Mark: (Design only)</p> 
<p>Registration No. 2542128 Registration Date: 02/26/2002 Mark: MOUNTAIN LAKE JEAN COMPANY</p>	<p>Registration No. 1926401 Registration Date: 10/10/1995 Mark: (Design only)</p> 

<p>Registration No.2464437 Registration Date:06/26/2001 Mark OLD COLLEGE INN SPORT</p>	<p>Registration No. 1860982 Registration Date: 11/01/1994 Mark: (Design only)</p> 
<p>Registration No.2417094 Registration Date:01/02/2001 Mark: MBJC</p>	<p>Registration No. 1662862 Registration Date: 10/29/1991 Mark: YOUR EVERYDAY Y.E.S. SAVINGS BRANDS VALUE QUALITY (&Design)</p>
<p>Registration No. 2466590 Registration Date:07/03/2001 Mark:OCI</p>	<p>Registration No. 1468429 Registration Date: 12/08/1987 Mark: DUCK HEAD (& Design)</p> 
<p>Registration No. 2356901 Registration Date: 06/13/2000 Mark: OCI (Stylized)</p>	<p>Registration No. 1832781 Registration Date: 04/26/1994 Mark: DUCK HEAD (& Design)</p> 
<p>Registration No. 53255 Registration Date:05/29/1906 Mark: (Design only)</p> 	<p>Registration No. 1468430 Registration Date: 12/08/1987 Mark: (Design only)</p> 

Applications:

<p>Serial No. 78-608670 Filing Date: 04/14/2005 Mark: DENIM PLANET</p>	<p>Serial No. 78-405408 Filing Date: 04/21/2004 Mark: DHJCO</p>
<p>Serial No. 78-606925 Filing Date: 04/21/2005 Mark: GOODY'S 4 SHOES</p>	<p>Serial No. 78-405399 Filing Date: 04/21/2004 Mark: DHJC</p>
<p>Serial No. 78-602923 Filing Date: 04/06/2005 Mark: (Design only)</p> 	<p>Serial No. 78-405392 Filing Date: 04/21/2004 Mark: DH JEANS CO.</p>
<p>Serial No. 78-546412 Filing Date: 01/12/2005 Mark: WWW.GOODYSONLINE.COM</p>	<p>Serial No. 78-404943 Filing Date: 04/20/2004 Mark: DUCK HEAD JEANS CO.</p>
<p>Serial No. 78-543805 Filing Date: 01/07/2005 Mark: COMFORT STRETCH</p>	<p>Serial No. 78-377748 Filing Date: 03/03/2004 Mark: DUCK HEAD</p>
<p>Serial No. 78-529991 Filing Date: 12/09/2004 Mark: NOW THAT LOOKS GREAT ON YOU</p>	<p>Serial No. 78-377721 Filing Date: 03/03/2004 Mark: (Design only)</p> 
<p>Serial No. 78-526698 Filing Date: 12/3/2004 Mark: D DUCK HEAD JEANS CO. (and Design)</p> 	<p>Serial No. 78-362303 Filing Date: 02/04/2004 Mark: (Design only)</p> 
<p>Serial No. 78-526692 Filing Date: 12/03/2004 Mark: D DUCK HEAD (and Design)</p> 	<p>Serial No. 78-339606 Filing Date: 12/11/2003 Mark: DUCKTEK</p>

Serial No. 78-497068 Filing Date: 10/08/2004 Mark: GOOD SPORTS	Serial No. 78-339593 Filing Date: 12/11/2003 Mark: DUCK TAIL
Serial No. 78-497063 Filing Date: 10/08/2004 Mark: GOODSPORT	Serial No. 78-316446 Filing Date: 10/21/2003 Mark: WE KNOW DENIM
Serial No. 78-493799 Filing Date: 10/04/2004 Mark: TAKE A GOOD LOOK	Serial No. 78-316422 Filing Date: 10/21/2003 Mark: RMG
Serial No. 78-474967 Filing Date: 08/27/2004 Mark: THE BEST TOWEL ON THE BEACH	Serial No. 78-307427 Filing Date: 09/30/2003 Mark: DUCK TUCKS
Serial No. 78-447559 Filing Date: 07/08/2004 Mark: DHX DRY	Serial No. 78-289175 Filing Date: 08/19/2003 Mark: LITTLE DUCK HEAD
Serial No. 78-419112 Filing Date: 05/14/2004 Mark: DUCK HEAD BABY	Serial No. 78-165382 Filing Date: 09/18/2002 Mark: MONTANA BLUES
Serial No. 78-418651 Filing Date: 05/14/2004 Mark: DUCK HEAD SPORT	Serial No. 76-342646 Filing Date: 11/28/2001 Mark: GOODY'S ITS ALL ABOUT YOU
Serial No. 78-417474 Filing Date: 05/12/2004 Mark: DRESSING YOU FOR LIFE	Serial No. 76-274577 Filing Date: 06/21/2001 Mark: GOOD GIRLS

WHEREAS, GOODY'S MS, LP, a Limited Partnership of the State of Tennessee, with a business address at 400 Goody's Lane, Knoxville, TN 37922, (hereinafter "Assignee"), is desirous of acquiring all of Assignor's rights in said Marks and the above-identified registrations and applications for registration of the same.

The general partner of GOODY'S MS, LP is TREBOR OF TN, LLC, a limited liability company of the State of Tennessee. The limited partner of GOODY'S MS, LP is GOFAMCLO, LLC, a limited liability company of the State of Delaware. Both the general and limited partners are wholly owned subsidiaries of Assignor.

NOW, THEREFORE, in consideration of \$10.00 in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby does assign unto Assignee, **EFFECTIVE AS OF JULY 31, 2005**, all of Assignor's right, title and interest in and to the above identified marks and registrations and applications for

registration of the marks, together with any and all portions of Assignor's business pertaining to the marks, the goodwill associated therewith, and all rights of action for infringement thereof.

The Commissioner of Patents & Trademarks is requested to issue the certificate of registrations for the marks of the applications to Assignee GOODY'S MS, LP.

GOODY'S FAMILY CLOTHING, INC.

Date July 29, 2005

By *Regis J. Hebbeler*
Regis J. Hebbeler
Senior Vice President

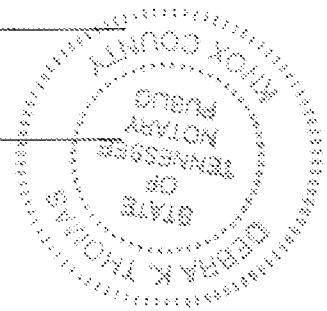
STATE OF TENNESSEE)
) ss
COUNTY OF KNOX)

Before me, a notary public of the state and county mentioned, personally appeared REGIS J. HEBBELER with whom I am personally acquainted, and who, upon oath, acknowledged himself to be Senior Vice President of Goody's Family Clothing, Inc., the within named party, a corporation of the State of Tennessee, and that he, as such Officer, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Senior Vice President.

WITNESS my hand and seal, at office in Knoxville, Tennessee this 29 day of July, 2005.

Debra K. Thomas
Notary Public

My commission expires: 3-14-09



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