

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Boots Company PLC		03/27/2006	CORPORATION: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	Boots Retail Holdings (USA) Inc.		
Street Address:	1202 Trinity Place		
City:	Libertyville		
State/Country:	ILLINOIS		
Postal Code:	60048		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3011692	BOOTS HEALTHCARE	
Registration Number:	2427728	BOOTS	
Registration Number:	2515976	BOOTS	
Registration Number:	2133895	NO 7	
CORRESPONDENCE DATA			
Fax Number:	(404)253-6901		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	404.253.6900		
Email:	algreenberg@duanemorris.com		
Correspondent Name:	Allen L. Greenberg		
Address Line 1:	1180 West Peachtree Street		
Address Line 2:	Suite 700		
Address Line 4:	Atlanta, GEORGIA 30309-3448		
ATTORNEY DOCKET NUMBER:	E4431-00004		

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NAME OF SUBMITTER:	Allen L. Greenberg
Signature:	/Allen L. Greenberg/
Date:	03/27/2006
Total Attachments: 1 source=bootsassign#page1.tif	

UNITED STATES

ASSIGNMENT OF TRADEMARK REGISTRATIONS

WHEREAS, The Boots Company PLC, a corporation formed under the laws of the United Kingdom, having its registered office at Nottingham, NG2 3AA (hereinafter "Assignor"), owns certain trademarks registered with the United States Patent and Trademark Office, specifically:

<u>Mark</u>	<u>Registration No.</u>	<u>Date</u>
BOOTS HEALTHCARE And Design	3, 011, 692	November 01, 2005
BOOTS And Design	2, 427, 728	February 13, 2001
BOOTS And Design	2, 515, 976	December 11, 2001
No. 7 And Design	2, 133, 895	February 03, 1998

WHEREAS, Boots Retail Holdings (USA) Inc, a Delaware corporation, having its principal place of business at 1202 Trinity Place, Libertyville, IL 60048 (hereinafter "Assignee"), is desirous of acquiring the entire right, title and interest in and to the said trademarks and the registrations thereof, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademarks and the registrations thereof, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

The Boots Company PLC

Michael J Oliver

Name: Michael J Oliver

Title: Company Secretary

Date: 27 March 2006

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APPROVED FOR SIGNATURE

K.A. LEE

KK 2/6/06