

11-27-1998

FORM PTO-1618A
Expires 09/30/99
CMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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11-23-98

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

RECORDATION
#2

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 #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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.)

- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

11/27/1998 SSMITH 00000199 74464457

40.00 GP
150.00 DP

Public burden reporting for the collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1819 FRAME: 0236

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" value="74/464,457"/>	<input type="text" value="74/541,544"/>	<input type="text"/>	<input type="text" value="1,557,325"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="74/540,666"/>	<input type="text" value="74/541,545"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="74/540,682"/>	<input type="text" value="74/732,813"/>	<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.

DeAnne H. Ozaki

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS, dated as of February 21, 1996, is made by GENERAL ELECTRIC CAPITAL CORPORATION, a New York corporation, in its capacity as Agent ("Assignor"), in favor of DICK'S CLOTHING & SPORTING GOODS, INC., a Delaware corporation ("Assignee").

W I T N E S S E T H:

WHEREAS, Assignor owns or is a party to the Trademarks listed on Schedule I annexed hereto;

WHEREAS, Assignor and Assignee are parties to that certain Security Agreement dated as of February 1, 1996 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement");

WHEREAS, pursuant to the terms of the Security Agreement, Assignee has, among other things, assigned and pledged to Agent a lien on and security interest in all right, title and interest of Assignee in, to and under the Trademarks listed on Schedule I annexed hereto and the goodwill of any business symbolized by the Trademarks; and

WHEREAS, Assignee executed in favor of Assignor an Assignment of Trademarks, dated February 20, 1996 (the "Prior Assignment"), which collectively assigned all of Assignee's right, title and interest in, to and under the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign to Assignee (without recourse, representation or warranty) all of Assignor's right, title and interest in, to and under the Trademarks listed on Schedule I hereto and the goodwill of any business symbolized by the Trademarks.

Notwithstanding anything to the contrary contained herein, the security interest granted in the Trademarks listed on Schedule I hereto and the goodwill of any business symbolized by the Trademarks pursuant to the Prior Assignment remains in full force and effect.

IN WITNESS WHEREOF, Assignor has caused this Assignment of Trademarks to be duly executed by its officer thereunto duly authorized as of the date first written above.

GENERAL ELECTRIC CAPITAL CORPORATION, as Agent

By: *Peggy Irlenkotter*
Name: *Peggy Irlenkotter*
Its: Duly Authorized Signatory

Schedule I

TRADEMARKS

[See attached]

<u>US SERIAL NO</u>	<u>FILE DATE</u>	<u>US TM REG NO</u>	<u>TM REG DATE</u>	<u>ASSIGNEE</u>	<u>TRADEMARK</u>	<u>STATUS</u>
00/000,000	00/00/00	1,557,325	09/19/89	ISTACK HOLDING COMPANY	DICK'S CLOTHING & SPORTING GOODS	MAINTAINED
74/464,457	12/01/93	0,000,000	00/00/00	DICK'S CLOTHING & SPORTING GOODS, INC.	NORTHEAST OUTFITTERS & DESIGN	PENDING
74/540,666	06/21/94	0,000,000	00/00/00	DICK'S CLOTHING & SPORTING GOODS, INC.	OUTDOOR DEPARTMENT STORE	PENDING
74/540,682	06/21/94	0,000,000	00/00/00	DICK'S CLOTHING & SPORTING GOODS, INC.	FITNESS GEAR	PENDING
74/541,544	06/21/94	0,000,000	00/00/00	DICK'S CLOTHING & SPORTING GOODS, INC.	N.E.O. & DESIGN	PENDING
74/541,545	06/21/94	0,000,000	00/00/00	DICK'S CLOTHING & SPORTING GOODS, INC.	NORTHEAST OUTFITTERS & DESIGN	PENDING
74/732,813	09/22/95	0,000,000	00/00/00	DICK'S CLOTHING & SPORTING GOODS, INC.	BODY & SOLE & DESIGN	PENDING

STM 63143