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CMB 0651-0027



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

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11-23-97

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

RECORDATION
3

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 Change of Name
 - Other
- Effective Date
Month Day Year
 / /

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

OBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

State/Country

Zip Code

- Individual General Partnership Limited Partnership Association
- 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

11/27/1998 BSMITH 00000198 75055898

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 DP
225.00 DP

265E

Public burden reporting for this 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 CMB 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: 0309

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)

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

11/23/98

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS, dated as of July 16, 1997, 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 July 15, 1997 (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 Ermentrout*
Name: *Peggy Ermentrout*
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>
75/055,898	02/09/96	0,000,000	00/00/00	Dick's	Right Price Promise	To Publication
75/055,490	02/09/96	0,000,000	00/00/00	Dick's	Dick's Clothing & Sporting Goods & Design	Pending (Amendment filed 2/6/97)
75/060,084	02/20/96	2,022,258	12/10/96	Dick's	Got That Low Price Thing Working & Design	Registered
75/091,013	04/19/96	0,000,000	00/00/00	Dick's	Fitness Gear & Logo	Pending (Amendment filed 03/13/97)
75/094,815	04/26/96	0,000,000	00/00/00	Dick's	We'll Supply the Stuff - You Supply the Dream	Pending (Amendment filed 6/4/97)
75/102,768	05/13/96	0,000,000	00/00/00	Dick's	Freshwater & Logo with colors	Pending (Amendment filed 4/1/97)
75/102,770	05/13/96	0,000,000	00/00/00	Dick's	Right Stuff - Right Price & Logo	Notice of Publication
75/102,769	05/13/96	0,000,000	00/00/00	Dick's	NEO Northeast Outfitters & Logo Pending (Amendment filed 03/11/97)	
75/102,771	05/13/96	2,047,833	01/25/97	Dick's	Adirondack Trading Co & Logo	Registered
07/148,071	08/12/96	0,000,000	0,000,000	Dick's	We Love Sports as Much as You Do	Pending