FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

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08-10-1999



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

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RECORDATION FORM COVER SHEET

	MARKS ONLY Please record the attached original document(s) or copy(ies).
	Conveyance Type
	X Assignment License
X New	A Assignment
Resubmission (Non-Recordation)	Security Agreement Nunc Pro Tunc Assignment
Document ID #	Effective Date Month Day Year
Correction of PTO Error	Merger Month Day Year
Reel # Frame #	Change of Name
Corrective Document Reel # Frame #	Other
Conveying Party X	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name The Chase Manhattan Bank	03 18 99
Formerly	
Individual General Partnership	Limited Partnership Corporation Association
X Other Bank	
X Citizenship/State of Incorporation/Organiza	tion NY
Receiving Party	Mark if additional names of receiving parties attached
Name BankBoston Retail Financ	e Inc.
DBA/AKA/TA	
Composed of	
Address (line 1) 40 Broad Street	
Address (line 2)	
Address (line 3) Boston	MA 02109
City Individual General Partnership	State/Country Zip Code Limited Partnership If document to be recorded is an
Individual General Partnership	assignment and the receiving party is
Corporation Association	not domiciled in the United States, an appointment of a domestic
Other	representative should be attached. (Designation must be a separate
	document from Assignment.)
X Citizenship/State of Incorporation/Organizat	
04/1999 DMGUYEN 00000047 74588881 FOR	OFFICE USE ONLY
FC:481 40.00 OP FC:482 1150.00 OP	OFFICE USE ONLY 1190E NOSPOC

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 an 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 Practice. 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 TŘADEMARK

REEL: 001911 FRAME: 0306

FORM PTO- Expires 06/30/99	1618B	Page 2		S. Department of Commerce Item and Trademark Office
Domestic R	epresentative Nam	e and Address Enter for t	he first Receiving Party	
Name				
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Correspond	lent Name and Add	ress Area Code and Telephone N	umber 703-415-1555	
Name	Christopher E. K	ondracki		
Address (line 1)	2001 Jefferson D	avis, Hwy.		
Address (line 2)	Suite 505			
Address (line 3)	Arlington, VA 22	202		
Address (line 4)				
Pages	Enter the total number including any attachm	r of pages of the attached conve	eyance document #	57
Trademark A		r(s) or Registration Numbe	er(s) X Mark if addition	onal numbers attached
Enter either the	Trademark Application Nun	ber <u>or t</u> he Registration Number (DO NOT	ENTER BOTH numbers for th	e same property).
	lemark Application Nu		Registration Number	
74/588,88	31 74/455,990	74/365,780 1,869,0	006 [1,946,356]	1,932,046
74/621,74	7 74/345,416	74/699,370 1,924,8	301 1,935,228	2,112,033
75/151,72	0 75/151,719	75/167,916 1,722,6	1,720,905	1,720,912
Number of F	Properties Enter the	ne total number of properties inv	olved. # <u>47</u>	
Fee Amount	t Fee Am	ount for Properties Listed (37 CI	FR 3.41): \$ 1,19	J. **
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	nd Signature			
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Christon	oher E. Kondracki	Chilt XI	Apri	1 15, 1999
	of Person Signing	Signature	11711	Date Signed

FORM PTO-1618C Expires 08/30/99 OMB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	X Mark if additional na	mes of conveying parties attach	ned Execution Date Month Day Year
Name Hechinger Investment Compan	ny		03 18 99
Formerly			
Individual General Partnership	Limited Partnership	X Corporation	Association
Other			
X Citizenship State of Incorporation/Organization	n DE		
Receiving Party Enter Additional Receiving Party	Mark if additional names of	freceiving parties attached	
Name			
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Composed of			
Address (line 1)			
Address (line 2)			
Address (line 3)			
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Corporation Association Other		not domiciled in appointment of a representative s (Designation mu	the receiving party is the United States, an a domestic hould be attached ust be a separate the Assignment.)
Citizenship/State of Incorporation/Organization			
Trademark Application Number(s) or Ro	egistration Number	r(s) X Mark if addition	onal numbers attached
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Trademark Application Number(s)		Registration Numbe	
75/275,889	1,674,68	0 1,692,109	1,288,392
	1,330,18	3 1,428,811	1,101,797
	1,436,880	0 [1,726,488	1,435,057
	1,750,54	9 1,720,882	0,787,947
	1,043,14	1 [1,101,798	1,550,165
	1,923,03		
		1 1,522,206	1,515,994

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REEL: 001911 FRAME: 0308

FORM PTO-1618C Expires 08/30/99 OMB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name Center Holdings, Inc.	03 18 99
Formerly	
Individual General Partnership	Limited Partnership X Corporation Association
Other	
X Citizenship State of Incorporation/Organization	DE
Receiving Party Enter Additional Receiving Party	Mark if additional names of receiving parties attached
Name	
DBA/AKA/TA	
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Address (line 1)	
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Address (line 3)	State/Country Zip Code
Individual General Partnership Corporation Association Other	document from the Assignment.)
Citizenship/State of Incorporation/Organization	on
	gistration Number (DO NOT ENTER BOTH numbers for the same property).
Trademark Application Number(s)	Registration Number(s)
	1,885,419 1,854,979 1,903,141
	1,847,120 1,848,794 1,874,138
	1,929,025

FORM PTO-1618C Expires 06/30/99 OMB 0851 0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name BSQ Transferee Corp.	03 18 99
Formerly	
Individual General Partnership	t imited Partnership $\left\lceil \overline{X} \right\rceil$ Corporation Association
Other	1
X Citizenship State of Incorporation/Organization	n DE
Receiving Party Enter Additional Receiving Party	Mark if additional names of receiving parties attached
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Composed of	
Address (line 1)	
Address (line 2)	
Address (line 3)	State/Country Zip Code
Address (line 3) City Individual General Partnership Corporation Association Other	Limited Partnership 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 the Assignment.)
City Individual General Partnership Corporation Association	Limited Partnership 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 the Assignment.)
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FORM PTO-1618C Expires 06/30/99 OMB 0651 0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name Hechinger Company	03 18 99
Formerly	
Individual General Partnership	Limited Partnership X Corporation Association
Other	
X Citizenship State of Incorporation/Organization	DE
Receiving Party Enter Additional Receiving Party	Mark if additional names of receiving parties attached
Name	
DBA/AKA/TA	
Composed of	
Address (line 1)	
Address (line 2)	
Address (line 3)	State/Country Zip Code
	Sute/Country Limited Partnership 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 the Assignment.)
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Individual General Partnership Corporation Association Other Citizenship/State of Incorporation/Organization Trademark Application Number(s) or Re	Limited Partnership 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 the Assignment.) In If document to be recorded is an assignment of a domestic representative should be attached (Designation must be a separate document from the Assignment.) If document to be recorded is an assignment of assignment of the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.) 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 the Assignment.)

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RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	X Mark if additional names of convey	ing parties attached Execution Date Month Day Year
Name Hechinger Stores Company		03 18 99
Formerly		3 6
Individual General Partnership	Limited Partnership $\left[\overline{X} \right]$ Corpo	ration Association
Other		
X Citizenship State of Incorporation/Organization	DE	
Receiving Party Enter Additional Receiving Party	Mark if additional names of receiving part	ies attached
Name		
DBA/AKA/TA		
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Address (line 1)		
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Individual General Partnership Corporation Association Other	Limited Partnership	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 the Assignment.)
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FORM PTO-1618C Expires 06/30/99 OMB 0651 0027

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Address (line 3)	State/Country Zip Code
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Corporation Association Other Citizenship/State of Incorporation/Organization Trademark Application Number(s) or Re Enter either the Trademark Application Number or the Reg	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 the Assignment.) egistration Number(s) Mark if additional numbers attached gistration Number (DO NOT ENTER BOTH numbers for the same property).
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ASSIGNMENT OF SECURITY AGREEMENT

As of March 18, 1999

The Chase Manhattan Bank, a New York banking corporation with an address of 270 Park Avenue, New York, New York 10017, as holder of a certain Security Agreement dated as of September 26, 1997 by, and among others, Hechinger Investment Company of Delaware Inc., Center Holdings, Inc., BSQ Acquisition, Inc., BSQ Transferee Corp., Hechinger Company, Hechinger Stores Company and Hechinger Stores East Coast Company, and The Chase Manhattan Bank as Collateral Agent, which Security Agreement was filed with The United States Patent and Trademark Office on October 23, 1997 in Reel 1647, Frame 0311, hereby assigns, without recourse, all of its right, title and interest in and to said certain Security Agreement to BankBoston Retail Finance Inc., a Delaware corporation as Collateral Agent.

Executed as a sealed instrument as of the date first written above.

THE CHASE MANHATTAN BANK

By: Neil R. Sylan
Name: Neil P. Boydon

Nell R. Boylan

Title:

Managing Director

STATE OF NEW YORK

New York , SS

March 31,1999

Then personally appeared the above named New R Boylan, the Manager Director of the hose Manager And acknowledged the foregoing to be the free act and deed of per R Boylan, before me,

Notary Public

My Commission Expires: 3/36/2001

373014.1

ELGA V. ORGERTH
Notary Public, Sinte of New York
No. 01694638119
Qualified in Kings County
Commission Expires March 30, 2001

RECORDED: 04/23/1999