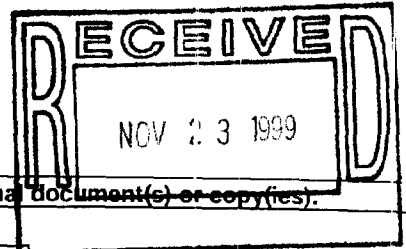


12-03-1999



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY



MP  
11-23-99

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  
8-1-99

Conveying Party

Mark if additional names of conveying parties attached

Name E.S. Originals, Inc. Execution Date  
Month Day Year  
8-1-99

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization New York

Receiving Party

Mark if additional names of receiving parties attached

Name Wal-Mart Stores, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 702 S.W. 8th Street

Address (line 2) \_\_\_\_\_

Address (line 3) Bentonville Arkansas 72716  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

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.)

12/02/1999 DMGUYEN 00000182 1815442

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40.00 OP

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

**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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,815,442"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<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.

Barbara L. Waite

November 18, 1999

Name of Person Signing

Signature

Date Signed

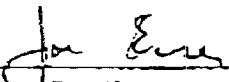
**TRADEMARK ASSIGNMENT**

WHEREAS, E.S. ORIGINALS, INC., a corporation organized and existing under the laws of the State of New York and having a principal place of business and mailing address at 450 West 33rd Street, New York, New York 10001 and formerly located at 20 West 33rd Street, New York, New York 10011 ("Assignor"), is the sole and exclusive owner of all right, title and interest in and to the trademark TRED SAFE ("Trademark") and to United States Trademark Registration No. 1,815,442 which issued on January 4, 1994 for the mark TRED SAFE ("Trademark Registration") which registration is in full force and effect; and

WHEREAS, WAL-MART STORES, INC., a corporation organized and existing under the laws of the State of Delaware, having a principal place of business and mailing address at 702 S.W. 8<sup>th</sup> Street, Bentonville, Arkansas 72712 ("Assignee") is desirous of acquiring the title, rights, benefits and privileges to the above identified Trademark and Trademark Registration.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee the entire right, title and interest in and to the above-identified Trademark and Trademark Registration, together with all goodwill of the business arising from the use of and symbolized by the Trademark and Trademark Registration.

E.S. ORIGINALS, INC.



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Name: Joe Esses  
Title: Vice President

Dated: August 1, 1999