

05-10-2000

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



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

101351960

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type <u>5-4-00</u>		Conveyance Type	
<input type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____	<input type="checkbox"/> Corrective Document Reel # <u>002026</u> Frame # <u>0653</u>	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment Effective Date Month Day Year _____
		<input type="checkbox"/> Merger	
		<input type="checkbox"/> Change of Name	
		<input checked="" type="checkbox"/> Other	<u>CORRECTIVE SECURITY ASSIGNMENT</u>

Conveying Party Mark if additional names of conveying parties attached

Name Levi Strauss & Co. Execution Date 041200
Month Day Year

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization a Delaware corporation

Receiving Party Mark if additional names of receiving parties attached

Name Bank of America, N.A., as Collateral Agent

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1455 Market Street, 12th Floor

Address (line 2) Agency Management 10831, Mail Code CA5-701-12-09

Address (line 3) San Francisco CA 94103
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization United States

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.)

FOR OFFICE USE ONLY

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 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:
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TRADEMARK
REEL: 002069 FRAME: 0707

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)

Please note that application

serial no. 75499741 was

erroneously listed on the cover

sheet submitted on April 21, 2000.

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:

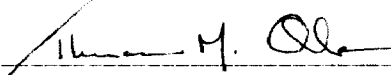
Yes

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.

Thomas M. Onda
Assistant Secretary



April 27, 2000

Name of Person Signing

Signature

Date Signed

04/21/2000

700000611

700000611

FORM PTO-1618A
Expires 09/30/99
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Patent and Trademark Office
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- Recubmission (Non-Recordation)
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- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Levi Strauss & Co.

04 12 00

Formerly _____

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- Other _____
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94103

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Zip Code

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- Other _____
- Citizenship/State of Incorporation/Organization United States

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FORM PTO-1618B
Expires 06/30/99
OMD 0861-0027

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

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)

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Trademark Application Number(s)

Registration Number(s)

<input type="text" value="73770553"/>	<input type="text" value="75904260"/>	<input type="text"/>
<input type="text" value="75499741"/>	<input type="text" value="75920941"/>	<input type="text"/>
<input type="text" value="75899742"/>	<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"/>	<input type="text"/>

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Enclosed Deposit Account

Deposit Account

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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.

Thomas M. Onda
Assistant Secretary

Name of Person Signing



Signature

April 21, 2000

Date Signed

IP SUPPLEMENT

This IP SUPPLEMENT, dated April 12, 2000, is delivered pursuant to and supplements (i) the Pledge and Security Agreement, dated as of January 31, 2000 (as it may be from time to time amended, modified, or supplemented, the "Pledge and Security Agreement"), among Levi Strauss & Co., a Delaware corporation, the other Grantors named therein, and Bank of America, N.A., as secured party, and (ii) the Grant of Trademark Security Interest and Grant of Patent Interest both dated as of January 24, 2000 (the "Grant") executed by Grantor. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Grant.

Grantor grants to Secured Party a security interest in all of Grantor's right, title and interest in and to the Trademark Collateral and Patent Collateral listed on Schedule A attached hereto. All such Trademark Collateral and Patent Collateral shall be deemed to be part of the Trademark Collateral and Patent Collateral and shall be hereafter subject to each of the terms and conditions of the Pledge and Security Agreement and the Grant.

IN WITNESS WHEREOF, Grantor has caused this Supplement to be duly executed and delivered by its duly authorized officer as of April 12, 2000.

LEVI STRAUSS & CO.

By 

Name: Joseph M. Maurer

Title: Vice President and Treasurer

Schedule A

PAGE 1

04/07/2000

LS&CO. TRADEMARKS INVENTORY REPORT

CTY	IP-NUM	MARK	STATUS	APP. NUM	APP. DATE	REG. DATE	CLASS
USA	IP00298A	ACTION SLACKS	APPLICATION PENDING	7377053	12/20/1986		25
USA	IP20284A	LEVI'S ENGINEERED JEANS	APPLICATION PENDING	75460741	01/21/2000		25
USA	IP20285A	LEVI'S ENGINEERED JEANS	APPLICATION PENDING	75638742	01/21/2000		16
USA	IP20326A	SHIRT TAB DEVICE	APPLICATION PENDING	75804280	01/27/2000		25
USA	IP20313A	WINGS & ANCHOR II	APPLICATION PENDING	75920841	02/16/2000		35

ACCESSORIES

RECORD COUNT 5