



5-24-01

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TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

Please record the attached original documents or copies thereof.

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- 1. Name of conveying party: Save-A-Lot Food Stores, Inc.
- 2. Name and address of receiving party: Personal Care Group, Inc.
300 Nyala Farms Road
Westport, Connecticut 06880

- 3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____
 Execution Date: May 16, 2000

- 4. Registration number or registration date:
 If this document is being filed together with a new application, the execution date of the application is: _____
 A. Registration No. 2159538 B. Registration Date 5/19/98

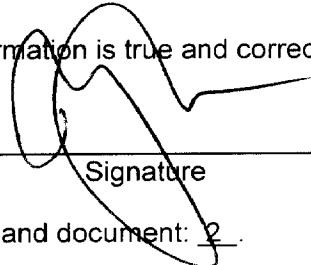
- 5. Name and address of party to whom correspondence concerning this document should be mailed:
 Charles N.J. Ruggiero, Esq.
 Ohlandt, Greeley, Ruggiero & Perle, L.L.P.
 One Landmark Square, 10th Floor
 Stamford, Connecticut 06901-2682 U.S.A.

- 6. Total No. of applications and trademarks involved: 1.
- 7. Total Fee (37 C.F.R. 3.41(h)).....\$40.00/assignment.
 Enclosed.
 Authorized to be charged to deposit account.

The Commissioner is hereby authorized to charge any additional fees under 37 C.F.R. 3.41 that may be required with this communication or credit any overpayment, to Deposit Account No. 01-0467. A duplicate copy of this Form is enclosed.

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.

Terrence J. McAllister
Name of Person Signing



 Signature

5/17/01

 Date

Total number of pages including cover sheet, attachments and document: 2.

EXHIBIT A

TRADEMARK ASSIGNMENT

WHEREAS, Save-A-Lot Food Stores, Inc. ("Assignor"), a Missouri corporation, with a place of business at 100 Corporate Office Drive, Earth City, Missouri 63045, is the owner of all right, title and interest in and to the trademark LUNCHKINS ("the Mark"), which mark is registered in the U.S. Patent and Trademark Office (No. 2,159,538); and

WHEREAS, Personal Care Group, Inc., ("Assignee"), a Delaware corporation, with a place of business at 300 Nyala Farms Road, Westport, Connecticut 06880, U.S.A., desires to acquire the Mark and the goodwill of the business associated therewith.


NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee the entire right, title and interest in and to the Mark, the registration therefor, together with the goodwill of the business symbolized thereby and the right to recover damages and profits for past infringements thereof.

SAVE-A-LOT FOOD STORES, INC.

By:



A.F. Uhlemeyer
Vice President/General Counsel



Date