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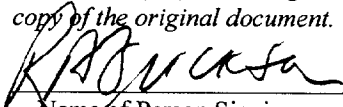
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TEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



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To the Honorable Commissioner of Pat		ed original documents or copy thereof	
1. Name of Conveying Party(ies):  <b>Strawbridge &amp; Clothier</b>  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State of PA <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies):  Name: <b>The May Department Stores Company</b>  Street Address: <b>611 Olive Street</b>  City: <b>St. Louis</b> State: <b>MO</b> Zip: <b>63101</b>  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <b>New York</b> <input type="checkbox"/> Other _____  If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	
3. Nature of Conveyance:  <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____  Execution Date: <b>July 18, 1996</b>  <b>See attached Exhibit 1</b>			
4. Application number(s) or registration number(s):  A. Trademark Application No.(s) <b>N/A</b>  Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		B. Trademark registration No.(s) <b>See attached Exhibit 2</b>  Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <b>Sarah J. Westover</b> <b>The May Department Stores Company</b> Street Address: <b>611 Olive St., Suite 1750</b>  City: <b>St. Louis</b> State: <b>MO</b> ZIP: <b>63101</b>		6. Total number of applications and registrations involved. .... [ <b>11</b> ]  7. Total fee (37 CFR 3.41). .... \$ <b>290</b>  <input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account	
8. Deposit account number:  _____  (Attach duplicate copy of this page if paying by deposit account)			
<b>DO NOT USE THIS SPACE</b>			
9. Statement and signature. <i>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.</i>   Name of Person Signing: <b>Richard A. Brickson, Secretary</b> Signature <b>The May Department Stores Company (a NY corp.)</b> Date: <b>3/4/03</b>			
Total number of pages comprising cover sheet [ <b>6</b> ]			

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 01 FC:8521 40.00 OP  
 02 FC:8522 250.00 OP

**EXHIBIT 2**

**STRAWBRIDGE & CLOTHIER  
TRADEMARK AND SERVICE MARK  
FEDERAL REGISTRATIONS  
(Assignment filed with U.S. Patent & Trademark Office)**

Name/Reg. No.	Class	Goods/Services	Reg. Date
BIGG SATURDAY Reg. No. 1,297,139	42	Retail department store services	9/18/84
CLOVER DAY Reg. No. 1,297,140	42	Retail department store services	9/18/84
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design Reg. No. 1,308,401	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet goods, beverages and cookware	12/04/84
STRAWBRIDGE & CLOTHIER Reg. No. 1,322,210	20	Furniture	02/26/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,322,243	24	Pillow covers and mattress covers	02/26/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,322,443	30	Pretzels and candy	02/26/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,323,412	25	Wearing apparel for men, women and children, namely, dresses, blouses, shirts, swimwear, slacks, t-shirts, skirts, sweaters, pants, shorts, blazers, gloves, hosiery, coats, suits, gowns, robes, kimonos, bunting, neckties, sandals, boots, and shoes	03/05/85
STRAWBRIDGE & CLOTHIER Reg. No. 1,323,416	27	Carpets	03/05/85
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design Reg. No. 1,322,583	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet foods, beverages and cookware	04/23/85
APPLECROSS & PEALE Reg. No. 1,462,929	25	Women's sportswear, namely, jackets, sweaters, skirts, blouses, t-shirts, pants, shorts, dresses and jumpers	10/27/87
OVERLOOK Reg. No. 1,541,053	42	Restaurant services	05/23/89



Exhibit A  
**STRAWBRIDGE & CLOTHIER**  
**TRADEMARK AND SERVICE MARK**  
**FEDERAL REGISTRATION**

<u>NAME</u> <u>REGISTRATION NO.</u>	<u>CLASS</u>	<u>REGISTERED USE</u>	<u>REGISTRATION</u> <u>DATE</u>
WICKHAM and Design 154,712	25	Men's and boys' outer clothing	04/18/22
ROYAL FAMILY HOSIERY 350,112	25	Hosiery	09/14/37
STRAWBRIDGE & CLOTHIER and Design 903,640	35	Retail department store services	12/01/70
ROYAL FAMILY 1,159,268	25	Hosiery	06/30/81
BIGG SATURDAY 1,297,139	42	Retail department store services	09/18/84
CLOVER DAY 1,297,140	42	Retail department store services	09/18/84
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design (Small Design) 1,308,401	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet goods, beverages and cookware	12/04/84
STRAWBRIDGE & CLOTHIER 1,322,210	20	Furniture	02/26/85
STRAWBRIDGE & CLOTHIER 1,322,243	24	Pillow covers and mattress covers	02/26/85
STRAWBRIDGE & CLOTHIER 1,322,443	30	Pretzels and candy	02/26/85
STRAWBRIDGE & CLOTHIER 1,323,412	25	Wearing apparel for men, women and children - namely, dresses, blouses, shirts, swimwear, slacks, T-shirts, skirts, sweaters, pants, shorts, blazers, gloves, hosiery, coats, suits, gowns, robes, kimonos, bunting, neckties, sandals, boots, and shoes	03/05/85
STRAWBRIDGE & CLOTHIER 1,323,416	27	Carpets	03/05/85
STRAWBRIDGE & CLOTHIER 1,323,899	42	Retail department store services	03/05/85
THE FOOD HALL STRAWBRIDGE & CLOTHIER and Design (Large Design) 1,322,583	42	Restaurant services specializing in gourmet foods and beverages and retail store services in the field of gourmet foods, beverages and cookware	04/23/85
APPLECROSS & PEALE 1,462,929	25	Women's sportswear, namely, jackets, sweaters, skirts, blouses, T-shirts, pants, shorts, dresses and jumpers	10/27/87

<u>NAME</u> <u>REGISTRATION NO.</u>	<u>CLASS</u>	<u>REGISTERED USE</u>	<u>REGISTRATION</u> <u>DATE</u>
OVERLOOK 1,541,053	42	Restaurant services	05/23/89
CAROLYNE SIMPSON 1,581,664	25	Women's clothing, namely sweaters, jackets and skirts	02/06/90
VP and Design 1,770,688	42	Retail department store services	05/11/93
S&C SHOE CLUB 1,816,248	42	Retail department store services featuring gift certificates for frequent shoe customers	01/11/94
S&C SHOE CLUB and Design 1,817,222	42	Retail department store services featuring gift certificates for frequent shoe customers	01/18/94
VP 1,828,645	42	Retail department store services	03/29/94
RENDEZVOUS 1,853,165	25	Shoes	09/06/94
LIBERTY ADAMS 1,876,693	25	Women's sportswear, namely, sweaters	01/31/95
OPEN HOUSE and Design 1,920,484	42	Retail department store services	09/19/95

Exhibit B  
PENDING APPLICATIONS FOR REGISTRATIONS

<u>MARK</u>	<u>CLASS NO.</u>	<u>APPL. SER. NO.</u>	<u>USE</u>	<u>FILING DATE</u>
COLLECTORS WALK	42	74/639,578	Retail store services involving the sale of furniture and related decorative accessories	02/28/95
THINK STRAWBRIDGE & CLOTHIER FIRST	42	74/728,084	Retail department store services	09/11/95
MODERN CONCEPTS	42	75/730,080	Retail department store services featuring women's clothing	09/18/95
FORWARD LOOK	42	75/005,394	Retail department store services featuring women's clothing	10/11/95