

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Structureco, Inc.		09/05/2003	CORPORATION:

RECEIVING PARTY DATA	
Name:	Sears Brands, LLC
Street Address:	3333 Beverly Road
Internal Address:	B6-363B
City:	Hoffman Estates
State/Country:	ILLINOIS
Postal Code:	60179
Entity Type:	Limited Liability Company:

PROPERTY NUMBERS Total: 10	
Property Type	Number
Serial Number:	74275405 STRUCTURE AUTHENTIC JEANSWEAR
Registration Number:	1567276 STRUCTURE
Registration Number:	1673086 STRUCTURE
Registration Number:	2187008 STRUCTURE V X XX XXX XL
Registration Number:	2386676 STRUCTURE JEANSWEAR STRUCTURE
Registration Number:	2204958 STRUCTURE SPORT
Registration Number:	2257626 STRUCTURE SPORT
Registration Number:	2179778 THE STRUCTURE CARD
Registration Number:	2042580 STR
Registration Number:	2037336 STR

CORRESPONDENCE DATA	
Fax Number:	(847)286-3379
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(847) 286-2500

CH \$265.00 74275405

Email: trademrk@sears.com
Correspondent Name: Andrea K. Cannon
Address Line 1: 3333 Beverly Road
Address Line 2: B6-363B
Address Line 4: Hoffman Estates, ILLINOIS 60179

ATTORNEY DOCKET NUMBER:	2003-005698
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NAME OF SUBMITTER:	Andrea K. Cannon
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Total Attachments: 3 source=structurepg1#page1.tif source=structurepg2#page1.tif source=structurepg3#page1.tif

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is made and entered into as of September 5, 2003 (the "Effective Date"), by and between STRUCTURECO, INC., a Delaware corporation ("Structureco"), and SEARS BRANDS, LLC, an Illinois limited liability company ("Sears Brands") (collectively referred to as the "Parties").

WHEREAS, Structureco wishes to assign all right, title and interest that it may have in and to the trademarks, service marks, trade names, assumed names, trade dress, designs, logos, corporate names and other indicia of origin, listed on the attached Schedule 1, all common law rights associated therewith, and all goodwill symbolized thereby (collectively referred to as the "Trademarks") throughout the world (the "Territory"); and

WHEREAS, Sears Brands wishes to acquire all right, title and interest in and to the Trademarks in the Territory.

NOW, THEREFORE, in consideration of the above Recitals, which are incorporated herein by this reference, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

1. Pursuant to the Purchase Agreement and Master Assignment Agreement (the "Agreements") between the Parties of even date herewith, Structureco hereby assigns to Sears Brands all right, title and interest that Structureco may have in and to the Trademarks in the Territory.

2. This Assignment of Trademarks may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

3. This Assignment of Trademarks is subject to all the terms and conditions of the Agreements.

STRUCTURECO, INC.,
a Delaware corporation

By: _____

Name: _____

Title: _____

SEARS BRANDS, LLC,
an Illinois Limited Liability Company

By: Steven M. Cook

Name: Steven M. Cook

Title: Member

TRADEMARK

REEL: 002717 FRAME: 0771

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STRUCTURECO, INC.,
a Delaware corporation

By: _____

Name: _____

Title: _____

SEARS BRANDS, LLC,
an Illinois Limited Liability Company

By: _____

Name: _____

Title: _____

TRADEMARK

REEL: 002717 FRAME: 0772

SCHEDULE 1
Structureco, Inc.

Mark	Reg. No.	Reg. Date	Int'l. Class	Goods
STRUCTURE	1,567,276	11/21/89	25	Men's shirts, shorts, pants and tops.
STRUCTURE	1,673,086	01/21/92	42	Retail clothing store services.
STRUCTURE V X XX XXX XL and Design	2,187,008	09/08/98	25, 42	Clothing, namely, shirts, sweaters, sweat pants, sweat shirts, pants, shorts, swimwear, jackets, coats, cloth belts, socks and ties. Retail clothing store services.
STRUCTURE JEANSWEAR STRUCTURE and Design	2,386,676	09/19/00	25	Clothing, namely, jackets.
STRUCTURE SPORT and Design	2,204,958	11/24/98	25	Shirts, t-shirts, sweatshirts, sweatjackets, sweatpants, jackets, socks, pants, shorts, pullovers and parkas.
STRUCTURE SPORT and Design	2,257,626	06/29/99	25	Clothing, namely, jackets, swimwear, scarves, fleece pants, fleece shirts, fleece vests, fleece jackets, caps, t-shirts, sweaters, socks, underwear, shorts, belts and sweatshirts.
THE STRUCTURE CARD	2,179,778	08/11/98	36	Credit Card Services.
STR	2,042,580	03/11/97	25	Men's clothing, namely, hats, caps, jackets, shirts, ties, sweaters, pants, swimwear, shorts and socks for sale in Structure stores, catalogs and direct mail pieces.
STR	2,037,336	02/11/97	25	Men's clothing, namely, hats, caps, jackets, shirts, ties, sweaters, pants, swimwear, shorts and socks for sale in applicant's stores, catalogs and direct mail pieces.
STRUCTURE AUTHENTIC JEANS WEAR and Design	74/275,405	NA	25	Clothing, namely, jeans and shirts.

TRADEMARK