

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Sears, Roebuck and Co.		09/10/2003	CORPORATION: NEW YORK

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

**PROPERTY NUMBERS Total: 30**

Property Type	Number	Word Mark
Serial Number:	78097160	A&E FACTORY SERVICE
Serial Number:	76192255	AMERICA'S CAR CARE PLACE
Serial Number:	76356472	ASSURETY
Serial Number:	78110513	BOLT-OUT
Serial Number:	78092912	COVINGTON
Serial Number:	78088021	COVINGTON
Serial Number:	76397341	COVINGTON
Serial Number:	76397342	COVINGTON
Serial Number:	76335657	CRAFTSMAN
Serial Number:	78125416	CRAFTSMAN
Serial Number:	76193938	CRB
Serial Number:	72286556	DIE HARD
Serial Number:	75938110	GIRL IDENTITY
Serial Number:	76407395	INTUITION

CH \$765.00 78097160

Serial Number:	76008200	METAPHOR
Serial Number:	78125361	MY FIRST CRAFTSMAN
Serial Number:	76085707	PACK AND GO
Serial Number:	76357183	PLASMAIRE
Serial Number:	78145551	QUICK SWAP
Serial Number:	76189789	SCREW-OUT
Serial Number:	76221592	SEARS CATALOG
Serial Number:	76265439	SEARS PARTNERSHIP ADVANTAGE
Serial Number:	78121961	SIGNATURE COLLECTION
Serial Number:	76282061	SMARTWASH
Serial Number:	76391747	TOAST N WAVE
Serial Number:	76411414	TOAST N WAVE
Serial Number:	76126295	ULTRA BEAM
Serial Number:	75642126	WEAR ELSE
Serial Number:	75642125	WEAR ELSE?
Serial Number:	76356471	WEATHERFORCE

**CORRESPONDENCE DATA**

Fax Number: (847)286-3379  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (847) 286-1435  
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:	2002-007722
NAME OF SUBMITTER:	Andrea K. Cannon

Total Attachments: 2  
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**ASSIGNMENT OF TRADEMARKS**

This Assignment of Trademarks is made and entered into as of September 10, 2003, (the "Effective Date"), by and between SEARS, ROEBUCK AND CO., a New York corporation ("SEARS"), and SEARS BRANDS, LLC, an Illinois limited liability company ("Sears Brands") (collectively referred to as the "Parties").

WHEREAS, Sears 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, excluding Canada (the "Territory"); and

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

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 Intellectual Property Contribution Agreement between the Parties (the "Contribution Agreement"), Sears hereby assigns to Sears Brands all right, title and interest that Sears 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 Contribution Agreement.

SEARS, ROEBUCK AND CO.,  
a New York corporation

By: 

Steven M. Cook

Vice President and  
Deputy General Counsel

SEARS BRANDS, LLC,  
an Illinois limited liability company

By: 

Andrea K. Cannon

Secretary

TRADEMARK

REEL: 002718 FRAME: 0797

**Schedule 1**

<b>Mark</b>	<b>Serial No.</b>	<b>Registration No.</b>
A & E Factory Service	78/097,160	2,748,806
America's Car Care Place	76/192,255	2,667,384
Assurety	76/356,472	2,738,632
Bolt-Out	78/110,513	
Covington	78/092,912	
Covington	78/088,021	
Covington & Design	76/397,341	2,744,641
Covington & Design	76/397,342	2,748,536
Craftsman	76/335,657	2,727,995
Craftsman	78/125,416	2,760,368
CRB	76/193,938	2,709,882
Die Hard	72/286,556	858,218
Girl Identity	75/938,110	2,732,548
Intuition	76/407,395	
Metaphor	76/008,200	2,729,666
My First Craftsman	78/125,361	2,757,614
Pack and Go	76/085,707	2,732,637
Plasmaire	76/357,183	2,738,639
Quick Swap & Design	78/145,551	
Screw-Out	76/189,789	2,710,523
Sears Catalog	76/221,592	2,748,026
Sears Partnership Advantage	76/265,439	2,730,106
Signature Collection	78/121,961	
Smartwash	76/282,061	2,719,906
Toast N Wave	76/391,747	2,744,604
Toast N Wave & Design	76/411,414	2,744,692
Ultra Beam	76/126,295	2,756,718
Wear Else	75/642,126	2,321,415
Wear Else & Design	75/642,125	2,353,475
Weatherforce	76/356,471	2,738,631