

06-04-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇨ ⇨ ⇨ ▼



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102463805

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 5-30-03
Athlete's Foot Marketing Associates, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Athlete's Foot Marketing Associates, LLC
Internal _____
Address: _____
Street Address: 1950 Vaughn Road
City: Kennesaw State: GA Zip: 30144

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 04/18/2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) See Exhibit A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Erinn C. Kelly
 Internal Address: _____

 Street Address: 2800 One Atlantic Center; 1201
West Peachtree Street
 City: Atlanta State: GA Zip: 30309-3450

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41).....\$ 390.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.
Erinn C. Kelly *Erinn Kelly* May 30, 2003
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

06/03/2003 ECOOPER 00000114 75309378
01 FC:0521
02 FC:0522
40.00 OP
350.00 OP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002744 FRAME: 0660

**ATHLETE'S FOOT MARKETING ASSOCIATES, INC.
TRADEMARK REGISTRATIONS and PENDING APPLICATIONS
As of 5/22/2003**

<u>File No.</u>	<u>Mark</u>	<u>Class</u>	<u>Status</u>	<u>Country</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
13406-9909-0001	MAKE IT FLY	35	REG	United States	75/309,378	06/16/1997	2,193,462	10/06/1998
13406-9910-0001	NOBODY KNOWS THE ATHLETE'S FOOT LIKE THE ATHLETE'S FOOT	42	REG	United States	74/647,424	03/16/1995	1,953,326	01/30/1996
13406-9902-0001	OLD WINGED FOOT DESIGN	25	REG	United States	75/199,624	11/18/1996	2,201,976	11/03/1998
13406-9902-0002	OLD WINGED FOOT DESIGN	25	REG	United States	74/267,064	04/20/1992	1,781,509	07/13/1993
13406-9902-0003	OLD WINGED FOOT DESIGN	42	REG	United States	74/375,449	05/05/1993	1,821,855	02/15/1994
13406-9913-0001	SPORTS WRAP	42	REG	United States	74/419,293	08/02/1993	1,889,497	04/11/1995
13406-9903-0001	THE ATHLETE'S FOOT	42	REG	United States	73/813,640	07/20/1989	1,631,948	01/15/1991
13406-9903-0002	THE ATHLETE'S FOOT	35	REG	United States	15491	03/11/1974	1094685	06/27/1978
13406-9903-0003	THE ATHLETE'S FOOT	25	REG	United States	73/282,193	10/17/1980	1,634,135	02/05/1991
13406-9903-0004	THE ATHLETE'S FOOT	25	REG	United States	74/592,031	10/28/1994	2,209,347	12/08/1998
13406-9904-0002	THE ATHLETE'S FOOT and OLD WINGED FOOT DESIGN	35	REG	United States	75/506,670	06/22/1998	2,308,686	01/18/2000
13406-9904-0001	THE ATHLETE'S FOOT and OLD WINGED FOOT DESIGN	42	REG	United States	73/816,395	08/01/1989	1,632,670	01/22/1991
13406-9904-0003	THE ATHLETE'S FOOT and OLD WINGED FOOT DESIGN	25	REG	United States	74/028,604	02/13/1990	1,631,686	01/15/1991
13406-9915-0001	THE LOCKER ROOM	35	PEN	United States	75/639,474	02/05/1999	2,513,753	12/04/2001
13406-9900-NEW	THE LOCKER ROOM	25	REG	United States	74/696,520	06/23/1995	2,392,475	10/10/2000

Continuation of Item 4; Exhibit A

**TRADEMARK
REEL: 002744 FRAME: 0661**

**ATHLETE'S FOOT MARKETING ASSOCIATES, INC.
TRADEMARK REGISTRATIONS and PENDING APPLICATIONS
As of 5/22/2003**

<u>File No.</u>	<u>Mark</u>	<u>Class</u>	<u>Status</u>	<u>Country</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
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**TRADEMARK
REEL: 002744 FRAME: 0662**

TRADEMARK ASSIGNMENT

United States of America

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 18th day of April, 2003, by and between Athlete's Foot Marketing Associates, Inc., a Delaware corporation (hereinafter referred to as "ASSIGNOR"), and Athlete's Foot Marketing Associates, LLC, a Delaware limited liability company (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the registered trademarks and service marks, or pending trademark and service mark applications, all as listed on Exhibit "A" (hereinafter collectively referred to the "Trademarks"); and

WHEREAS, ASSIGNEE wishes to acquire from ASSIGNOR, and ASSIGNOR wishes to assign to ASSIGNEE all right, title and interest in and to the Trademarks, together with the good will associate therewith; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all right, title and interest as ASSIGNOR may possess in and to the Trademarks worldwide;

NOW, THEREFORE, for \$10.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR and ASSIGNEE each intend to be legally bound, hereby agree as follows:

1. ASSIGNOR does hereby sell and assign to ASSIGNEE the entire right, title and interest in and to the Trademarks together with the good will of the business in connection with the Trademarks are used and which is symbolized by the Trademarks, and all registrations and applications therefor, including any renewals and extensions of the registrations that are or may be secured under law, now hereinafter in effect for ASSIGNEE's own use and enjoyment, and for the use and enjoyment of ASSIGNEE's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by ASSIGNOR if the Assignment had not been made. In addition, ASSIGNOR assigns to ASSIGNEE all claims for damages by reason of past, present or future infringement or other unauthorized use of the Trademarks, together with the right to sue for, and collect such damages.

ASSIGNOR

Athlete's Foot Marketing Associates, Inc.

Elizabeth L. Gibbs

By: Elizabeth L. Gibbs
Title: Vice President, General Counsel and Secretary

Date: 5/27/03

Kimberly Ann Barrett
Notary

Notary Public, Cobb County, Georgia
My Commission Expires Nov. 14, 2003.

My commission expires on _____.

ASSIGNEE

Athlete's Foot Marketing Associates, LLC

Elizabeth L. Gibbs

By: Elizabeth L. Gibbs
Title: Vice President, General Counsel and Secretary

Date: 5/27/03

Kimberly Ann Barrett
Notary

Notary Public, Cobb County, Georgia
My Commission Expires Nov. 14, 2003.

My commission expires on _____.