

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	07/05/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Belk, Inc.		05/05/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Belk Stores Services, Inc.
Street Address:	2801 West Tyvola Road
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28217
Entity Type:	CORPORATION: NORTH CAROLINA

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	1932949	MCRAE'S
Registration Number:	1935197	MCRAE'S
Registration Number:	1938291	MCRAE'S
Registration Number:	1952649	PROFFITT'S
Registration Number:	1932951	PROFFITT'S
Registration Number:	1932950	PROFFITT'S
Registration Number:	2921455	PROFFITT'S FOCUSED ON YOU

**CORRESPONDENCE DATA**

Fax Number: (704)444-1111  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (704) 444-1000  
 Email: elaine.hunt@alston.com  
 Correspondent Name: Martha Gayle Barber

OP \$190.00 1932949

Address Line 1: Alston & Bird LLP  
Address Line 2: 101 South Tryon Street, Suite 4000  
Address Line 4: Charlotte, NORTH CAROLINA 28280-4000

ATTORNEY DOCKET NUMBER:	30290/189429
NAME OF SUBMITTER:	Elaine B. Hunt
Signature:	/Elaine B. Hunt/
Date:	05/05/2006

Total Attachments: 3  
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**NUNC PRO TUNC TRADEMARK ASSIGNMENT**

WHEREAS, *BELK, INC.*, a Delaware corporation, having a principal place of business at 2801 West Tyvola Road, Charlotte, North Carolina 28217 (hereinafter referred to as "Assignor"), was formerly the exclusive and record owner of the entire right, title and interest in and to the Trademarks and the corresponding United States Trademark Registrations therefor listed in the attached Schedule A (hereinafter referred to as the "Trademarks"):

WHEREAS, *BELK STORES SERVICES, INC.*, a North Carolina corporation, having a principal place of business at 2801 West Tyvola Road, Charlotte, North Carolina 28217, (hereinafter referred to as "Assignee"), has acquired and purchased the Trademarks and associated goodwill from Assignor effective July 5, 2005, and is desirous of confirming that it has done so; and

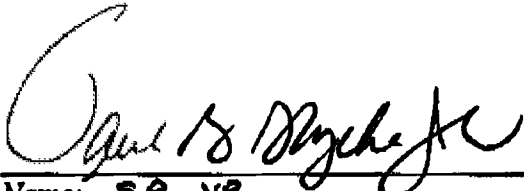
WHEREAS, Assignor and Assignee desire to confirm and perfect the sale and assignment of the Trademarks effective July 5, 2005;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby acknowledge and confirm that, effective July 5, 2005, Assignor sold, transferred, and assigned to Assignee the entire right, title and interest in and to the Trademarks, together with the goodwill of the business appurtenant to and symbolized by the Trademarks, and all rights of action against third parties for past, present and future infringement thereof, the same to be held and enjoyed by Assignee as fully and entirely as the same would have been held by Assignor had this sale, transfer, and assignment not been made.

Assignor hereby warrants and covenants that it had the full power and authority to convey the rights, title and interests herein sold, transferred, and assigned to Assignee, that it has not executed and will not execute any agreement in conflict herewith, and that it will execute any and all other instruments which may be necessary to perfect and evidence Assignee's ownership of the property and rights herein conveyed.

IN WITNESS WHEREOF, Assignor, intending to be legally bound, has caused this Nunc Pro Tunc Assignment to be executed by its duly authorized officer as of the 5<sup>th</sup> day of May, 2006.

*BELK, INC.*

By:   
Name: SR. VP  
Title: PAUL B. WYCHE, JR

SCHEDULE A

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
MCRAE'S	1,932,949	November 7, 1995
MCRAE'S	1,935,197	November 14, 1995
MCRAE'S	1,938,291	November 28, 1995
PROFFITT'S	1,952,649	January 30, 1996
PROFFITT'S	1,932,951	November 7, 1995
PROFFITT'S	1,932,950	November 7, 1995
PROFFITT'S FOCUSED ON YOU	2,921,455	January 25, 2005

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