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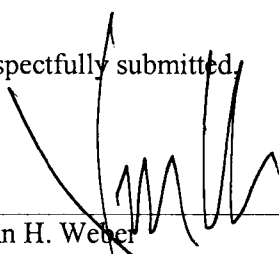
IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Wal-Mart Stores, Inc.,	)	Opposition No. 91/150,278	75977376
	)	Opposition No. 91/154,632	75302439
v.	)		
Franklin Loufrani	)		
Franklin Loufrani,	)		
v.	)	Opposition No. 91/152,145	
Wal-Mart Stores, Inc.	)		

DEPOSITION OF TROY DAVID STEINER

Pursuant to 37 C.F.R. §§ 2.125 and 2.126, Wal-Mart Stores, Inc., by and through its counsel, hereby files the public version of the testimonial deposition of Troy David Steiner. Also enclosed are Exhibits 14 and 15, and 17. This public version includes a number of pages with Trade Secret/Commercially Sensitive information redacted. Exhibit 16 is not included in this public version, because Exhibit 16 is Trade Secret/Commercially Sensitive. Unredacted versions of the transcript pages containing Trade Secret/Commercially Sensitive information, and Exhibit 16 are also filed today, under separate cover and under seal.

Respectfully submitted,

  
\_\_\_\_\_  
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May 24, 2005

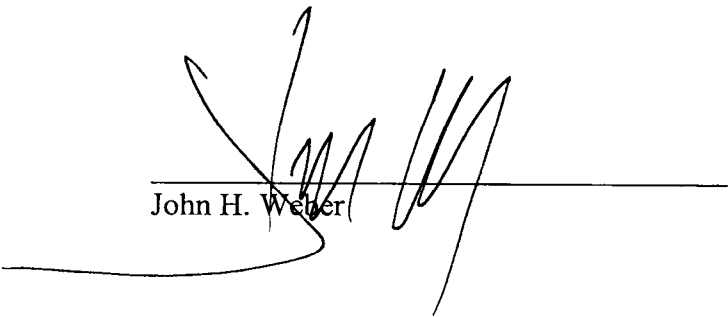
05-24-2005

**CERTIFICATE OF SERVICE**

I hereby certify that a true and complete copy of the foregoing Deposition of Troy David Steiner has been served on Steven L. Baron, counsel for Franklin Loufrani, by mailing said copy on May 24, 2005, via the methods listed below, to:

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\_\_\_\_\_  
John H. Weber

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**COPY OF TRANSCRIPT  
CONFIDENTIAL**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

WAL-MART STORES, INC.,	)	
	)	
vs.	)	Opposition No. 91/150,278
	)	Opposition No. 91/154,632
FRANKLIN LOUFRANI,	)	
_____	)	
	)	
FRANKLIN LOUFRANI,	)	
	)	
vs.	)	Opposition No. 91/152,145
	)	
WAL-MART STORES, INC.,	)	
_____	)	

**DEPOSITION OF TROY DAVID STEINER**

Taken at Embassy Suites Hotel, 3303 Pinnacle Hills  
Parkway, Rogers, Arkansas, on April 29, 2005, at 10:08 a.m.

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FOR WAL-MART STORES

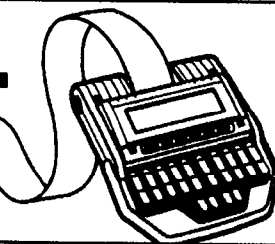
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## I N D E X

## TESTIMONY BY TROY DAVID STEINER

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## E X H I B I T S

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## LAWYER'S NOTES

[illegible]

1 TROY DAVID STEINER, having been called upon to  
2 testify in the form of a deposition, and having been duly  
3 sworn, testified as follows, to wit:

4 MR. RINKERMAN: And before we begin with the  
5 proceeding, I'd like to place a few things on the record.  
6 I understand that the court reporter has, in fact, signed  
7 onto the protective order, and that this transcript will  
8 be treated as the other the transcripts have been treated,  
9 as trade secret and confidential business information.

10 After we've received the transcript and it's reviewed  
11 and signed, we can also indicate which portions are  
12 suitable for publication.

13 EXAMINATION

14 BY MR. RINKERMAN:

15 Q. Can you state your full name for the record, please.

16 A. Troy David Steiner.

17 Q. Mr. Steiner, do you currently hold a position with  
18 Wal-Mart?

19 A. Yes, I do.

20 Q. And what is that position?

21 A. Senior media director.

22 Q. What are your responsibilities as senior media  
23 director?

24 A. I'm responsible for all media for Wal-Mart, both  
25 internal and external.

1 Q. And what do you mean by "media"?

2 A. Meaning television advertising, print advertising,  
3 circulars, newspaper ads, in-store television, radio, and  
4 anything to that effect.

5 MR. RINKERMAN: I'd like to have marked as  
6 Exhibit WM-14 a document which is Bates number 1517  
7 through 1524.

8 (Wherein, Deposition Exhibit WM-14 was marked.)

9 MR. RINKERMAN: And I'd like to state for the  
10 record, I believe that the Wal-Mart trademark application  
11 is part of the official record by virtue of the  
12 consolidation of the two oppositions. But I thought it  
13 would be best to Bates number this portion of it since we  
14 will be discussing a few parts of it.

15 Q. (Mr. Rinkerman continued.) Would you take a look,  
16 if you will, at the page that is numbered 1521 in the  
17 lower right-hand corner.

18 And do you recognize the image on that page?

19 A. Yes, I do.

20 Q. What is that image?

21 A. Smiley face.

22 Q. Is that, in fact, an image that Wal-Mart uses for  
23 any purpose?

24 A. Yes.

25 Q. What does Wal-Mart use that image for?

1 A. We use it in our advertising.

2 Q. Okay. Now, I'd like to -- do you know when Wal-Mart  
3 began using that image in its advertising?

4 A. 1996.

5 Q. I'd like to go back for a second into your  
6 background, and ask what type of college degree do you  
7 have, Mr. Steiner?

8 A. Bachelor's in communications.

9 Q. When was your first experience in marketing?

10 A. Shortly after graduation.

11 Q. Which year was that?

12 A. Graduated in '85. So it would have been '86.

13 Q. Can you tell us in '86 whether you held any  
14 positions that involved marketing efforts?

15 A. Not directly in '86. But '87 and thereon I was in  
16 marketing and public relations.

17 Q. Can you give us a brief history of your experience  
18 and employers since 1987 forward?

19 A. Yes. I worked for Little Caesars Pizza based in  
20 Salt Lake City. We were a franchise operation. And I did  
21 marketing and public relations for them. Did that for  
22 about nine years.

23 Opened up my own small advertising agency. Did that  
24 for about a year. And then I was recruited by Wal-Mart.

25 Q. Can you tell us a little bit about the specifics of

1 your responsibilities for Little Caesars Pizza?

2 A. I was responsible for the advertising and promotion  
3 of goods and services for that company.

4 Q. Were part of your responsibilities to evaluate the  
5 effectiveness of -- Yes.

6 Q. Let me finish.

7 -- of such advertising campaigns?

8 A. Yes.

9 Q. Again, just to clarify, how long were you at Little  
10 Caesars?

11 A. Nine years.

12 Q. What was your title?

13 A. Marketing director.

14 Q. Now, you said you also had an ad agency for about a  
15 year.

16 What was the name of that agency?

17 A. It's been a long time. It was Power Promotions and  
18 Marketing.

19 Q. What were your responsibilities for Power Promotions  
20 and Marketing?

21 A. I was the chief operating officer.

22 Q. And what were your responsibilities as chief  
23 operating officer?

24 A. To meet with clients, develop advertising campaigns  
25 and ideas to grow their business.

1 Q. Is this similar to what you also did for Little  
2 Caesars?

3 A. Similar, but didn't necessarily meet with clients.  
4 We did it for ourselves.

5 Q. When were you recruited by Wal-Mart?

6 A. 1995.

7 Q. And can you give us a brief history of your titles  
8 and responsibilities while you were at Wal-Mart?

9 A. When I first joined Wal-Mart, I was basically  
10 managing director for our copyrighting team. From there I  
11 moved to what we call quality control manager. As quality  
12 control manager I was responsible for the evaluation and  
13 bidding of the logistics of our circular program. So  
14 printing, separations, photography, all of those kinds of  
15 aspects. And then from there I moved into a direct media  
16 role, and was specifically responsible for printed  
17 advertising. And then later on for the entire media  
18 program.

19 Q. And when you say "entire media," does that refer to  
20 the media as you defined the term earlier in this  
21 deposition?

22 A. Correct.

23 Q. You used the term "circular program."  
24 What did you mean by that?

25 A. Circular program is the printed inserts that are

1 delivered monthly for Wal-Mart inside of newspapers and  
2 also in direct mail.

3 Q. Do your current responsibilities involve activities  
4 in which Wal-Mart uses the smiley face logo?

5 A. Yes.

6 Q. And can you explain to us what your responsibilities  
7 are with respect to that usage?

8 A. We make sure that the smiley face, as it applies to  
9 our business and our services, is used correctly. That it  
10 is used in accordance with the rules and parameters by  
11 which that we have designed it; and that it is used in all  
12 of the media so that we come off with an integrated  
13 communications message.

14 Q. As part of your responsibilities, have you become  
15 familiar with Wal-Mart's first usage of the smiley face?

16 A. Yes.

17 Q. I think you identified for us earlier that was 1996?

18 A. Correct.

19 Q. Do you recall what type of media the smiley was used  
20 in in 1996?

21 A. Yes. It was used in TV advertising and also in our  
22 circular advertising.

23 Q. I'd like to show you a copy of a document which I'd  
24 like to have marked as WM-15. And it is Bates number 1  
25 through Bates number 56.

1 (Wherein, Deposition Exhibit WM-15 was marked.)

2 Q. (Mr. Rinkerman continued.) Mr. Steiner, I'd like  
3 you to take a few moments and look through this Exhibit  
4 Number 15, and ask you if you can explain to us what is  
5 shown in the exhibit.

6 A. These are copies for our circular for February 1996.  
7 Looks like one of the first uses of smiley face in regards  
8 to Wal-Mart advertising in our services. Also, there's a  
9 back page of a circular. And it looks like sign -- what  
10 would be a sign inside our stores.

11 Q. The sign inside the store, what page does that  
12 appear on?

13 A. The first instance is on -- I guess this is page 4.  
14 It's marked WM-0004.

15 Q. And you indicated that you saw something which may  
16 have been represented with the first use of the smiley and  
17 circulars.

18 And was that Bates number page 1 that you were  
19 looking at?

20 A. Yes. I can't confirm that this is the actual first  
21 use, but it certainly looks like our first use.

22 Q. Just briefly take a look at the rest of the  
23 document, because I have one or two questions about it for  
24 you.

25 Now, can you again give us a description of the



1 contents of this particular collection of pages?

2 A. What this is is a representation of our circular  
3 program, basically. Many circulars that we have used in  
4 the past that have been delivered to homes within the  
5 United States.

6 Q. And do you know if these are representative of the  
7 type of circulars that have been used since the inception  
8 of the smiley used by Wal-Mart?

9 A. Yes.

10 Q. Are they representative?

11 A. Very representative.

12 Q. Has that usage continued from the year 1996 through  
13 the present?

14 A. Yes.

15 Q. And would these documents also be representative of  
16 the type of uses during that period?

17 A. Yes.

18 Q. I noticed the last few pages, however, is a --  
19 page 52 to -- I believe it's 56 is a portion of something  
20 that is not a circular. It appears to not be a circular.

21 Do you know what that document is?

22 A. It's an annual report.

23 Q. Is smiley used in that report?

24 A. Yes.

25 Q. Let's return for a second to the issue of print

1 media.

2 Do you know how much has been spent on an annual  
3 basis by Wal-Mart for print media using the smiley image?

4 A. Yes.

5 Q. Can you tell us what the numbers are?

6 A. I can, but it's proprietary information. I want it  
7 to be held confidential.

8 We have spent  
9 year on our circular program and --

10

11 Q.

12 A.

13 Q. And that would be annually from which year through

14 --

15 A.

16

17 Q.

18 A.

19 Q. Take a look again with me, if you will, at the  
20 exhibit we looked at earlier, the trademark application.

21 I'd like to ask you: Have you, in fact, seen that  
22 document before?

23 A. Yes.

24 Q. Do you know if Wal-Mart is the owner of that  
25 trademark application?

1 A. To my knowledge, yes.

2 Q. I'd like to go back with you, if I can, to the year  
3 1996, when Wal-Mart first began using the smiley image.

4 Do you have any knowledge as to whether or not the  
5 usage was considered a success by Wal-Mart?

6 A. Yes.

7 Q. Can you explain your answer for us?

8 A. We tested several ad adaptations to coincide with  
9 our communication strategy. And the one that resounded  
10 with our customers -- resonated the most was the smiley  
11 face.

12 Q. When you say "resonated the most," what does that  
13 mean?

14 A. It was immediately accepted as a happy, fun loving,  
15 satisfactory kind of feeling as it related to Wal-Mart and  
16 Wal-Mart services.

17 MR. RINKERMAN: Can we go off the record just  
18 a second.

19 (Wherein, a break was taken from 10:23 a.m. to 10:24 a.m.)

20 Q. (Mr. Rinkerman continued.) Mr. Steiner, you  
21 indicated that you had knowledge about the inception of  
22 Wal-Mart's use of smiley.

23 I'd like to ask you if you would take a look at the  
24 picture of smiley in Exhibit 14, and ask: Apart from  
25 Wal-Mart's use of that image, do you have any

1 understanding as to whether or not that image has any  
2 specific type of meaning?

3 MR. BARON: I'm sorry. I didn't hear you.

4 Q. (Mr. Rinkerman continued.) Whether the image has  
5 any meaning?

6 A. Just in general?

7 Q. Yes.

8 A. In general, I think it denotes a feeling of  
9 happiness, of satisfaction, of joy.

10 Q. Have you ever seen that image used as product  
11 ornamentation?

12 A. Yes.

13 Q. Can you explain what you mean by that?

14 A. I've seen a smiley face depicted on many different  
15 products.

16 Q. And had you seen a smiley face before you began  
17 working for Wal-Mart?

18 A. Yes.

19 Q. Based on your experience in marketing, how would you  
20 characterize the uses you've seen of smiley on various  
21 products in association with various services?

22 A. I would classify it as a way to ornament products  
23 and to display that same kind of happy, joyful feeling.

24 Q. I'd like to show you a document that is a collection  
25 of Bates number 952 through 1438. And we'll have this

1 marked as 'Exhibit Number WM-16.

2 (Wherein, Deposition Exhibit WM-16 was marked.)

3 Q. (Mr. Rinkerman continued.) I'd ask you to briefly  
4 look through this series of documents, and ask if you've  
5 seen them before and can you tell us what they are?

6 A. Yes, I've seen them before.

7 Q. What are they, sir?

8 A. They appear to be invoices and purchase orders for  
9 products to be sold at our visitors center.

10 Q. When you say "our visitors center," what do you  
11 refer to?

12 A. Wal-Mart's visitors center.

13 Q. Where is that located?

14 A. Downtown Bentonville.

15 Q. Can you tell what types of items are listed in these  
16 invoices?

17 A. Most of them appear to be products that carry the  
18 smiley face.

19 Q. Are such products, in fact, sold at the Wal-Mart  
20 visitors center?

21 A. Yes.

22 Q. Does Wal-Mart keep track of inventories of products  
23 in its store that have smiley faces depicted on them?

24 A. Not to my knowledge, to that detail.

25 Q. Now, in fact, is the smiley used in any way inside

1 the Wal-Mart stores by Wal-Mart?

2 A. Yes.

3 Q. Can you explain your answer for us?

4 A. The smiley is used inside Wal-Mart for signing, for  
5 our in-store television network, multiple purposes.

6 Q. Do you know if it has been used in stores since  
7 1996?

8 A. Yes.

9 Q. How has it been so used?

10 A. In the ways that I described, along with buttons and  
11 balloons and those kinds of things.

12 Q. Are you aware of any employee apparel that uses  
13 smiley faces?

14 A. Yes. There are vests that carry the smiley face  
15 that the associates wear, as well as other items.

16 Q. When you use the term "associate," what are you  
17 referring to?

18 A. Employees of Wal-Mart.

19 MR. RINKERMAN: I'd like to mark as  
20 Exhibit WM-17 a document that is Bates numbered 1466  
21 through 1484.

22 (Wherein, Deposition Exhibit WM-17 was marked.)

23 Q. (Mr. Rinkerman continued.) I'm going to ask you to  
24 take a look at that document. If you can describe its  
25 contents for us on the record. And once again, I

1 apologize for the poor copy -- quality of the copy.

2 Can you describe this document for us and tell us  
3 what its contents are, please.

4 A. Most of them are photographs of people, mainly  
5 Wal-Mart associates -- or Wal-Mart employees that are  
6 wearing uses of the smiley face. Some are adaptations of  
7 the smiley face that are being used as signage and those  
8 kinds of things.

9 Q. Do you know if Wal-Mart keeps track of the amount  
10 spent yearly on in-store signage use of smiley?

11 A. Yes.

12 Q. Would that be included in the number you gave us  
13 earlier, the yearly number of

14 A. No, it's not.

15 Q. Do you have any knowledge as to how much additional  
16 monies Wal-Mart might be spending on in-store use for  
17 signage and pins and the like?

18 A. I don't have a specific number, but I know it's

19

20 Q. Is that per year?

21 A. Yes.

22 MR. RINKERMAN: I'd like to take a  
23 five-minute break, if you don't mind.

24 (Wherein, a break was taken from 10:32 a.m. to 10:33 a.m.)

25 MR. RINKERMAN: I'm finished with my direct

1 examination now. If Mr. Baron would like to begin his  
2 cross, we can continue.

3 (Wherein, an off-the-record discussion was had.)

4 EXAMINATION

5 BY MR. BARON:

6 Q. Mr. Steiner, my name is Steve Baron. And I  
7 represent Franklin Loufrani in this matter. I'm going to  
8 be asking you some follow-up questions.

9 Anytime I ask you something that is unclear or  
10 confusing, please let me know. All right?

11 A. Yes.

12 Q. Concerning your background, sir, you've been  
13 involved in marketing since 1987; is that right?

14 A. Correct.

15 Q. Just to clarify, you worked for Little Caesars Pizza  
16 for about nine years starting in 1987?

17 A. Correct.

18 Q. You mentioned a franchise.

19 Were you working for a specific franchise of Little  
20 Caesars or for the company at large?

21 A. I worked for a franchise of Little Caesars that was  
22 a dba called Utah Pizza Service. It was based in Salt  
23 Lake City. Then I also worked for Little Caesars  
24 corporate before I moved on to the other responsibilities.

25 Q. Mr. Rinkerman asked you a question about whether you



1 had to evaluate the effectiveness of campaigns.

2 And I believe you answered yes; is that right?

3 A. That's correct.

4 Q. What goes into the process of evaluating the  
5 effectiveness of an advertising campaign?

6 A. Many factors. But one of the most obvious would be  
7 sales lift, customer traffic increase.

8 Q. So you look at the actual numbers of customers that  
9 come in and sales that the company makes, and you try to  
10 determine whether that is attributable to the advertising  
11 campaign?

12 A. Correct.

13 Q. Do you engage in that process for Wal-Mart?

14 A. Yes, I do.

15 Q. What role do you play in that regard, sir?

16 A. We are always tracking the advertising effectiveness  
17 of the things that we do, and so we look at it almost on a  
18 daily basis.

19 Q. Has there ever been an attempt by Wal-Mart to  
20 measure the benefit of the logo that is featured in  
21 Exhibit 14 that you call smiley?

22 A. Can you clarify your question a little bit?

23 Q. Well, are you aware of any effort internally at  
24 Wal-Mart to measure the sales lift, as you say, of the use  
25 of the logo, Exhibit 14?

1 A. Not as it relates specifically to the smiley face,  
2 no.

3 Q. And speaking of that, if I could turn your attention  
4 for a moment to Exhibit 14. That was the application.

5 And just to clarify, sir, I know you're not a lawyer;  
6 is that right?

7 A. Correct.

8 Q. You don't have legal training?

9 A. No, sir.

10 Q. And you were not involved in the legal drafting of  
11 this document?

12 A. No, sir.

13 Q. Did you participate at all in the decision-making  
14 that went into deciding whether to apply for a trademark?

15 A. Not directly, no.

16 Q. Indirectly?

17 A. I participated in meetings where we discussed the  
18 use of smiley. And we talked about needing to apply for a  
19 trademark for that.

20 MR. RINKERMAN: And I'd like to caution the  
21 witness at this point not to get into any information that  
22 might have been shared with counsel, which is otherwise  
23 covered by attorney-client privilege.

24 Q. (Mr. Baron continued.) Now, I don't see on page  
25 1521 of the exhibit -- that's the one with the drawing on

1 it -- any reference to the actual word "smiley," do you?

2 A. No.

3 Q. In fact, I don't see anywhere in Exhibit 14 a  
4 reference to the word "smiley."

5 Am I correct about that?

6 A. As far as I can tell.

7 Q. And I take it you're not aware of any efforts by  
8 Wal-Mart to seek registration of the word "smiley" in  
9 connection with its goods and services?

10 A. That's correct.

11 Q. That's true?

12 A. True.

13 Q. So when you call this design here, this logo,  
14 "smiley," that is your own perception or your own decision  
15 to use that word, not a corporate decision to call him  
16 "smiley"; is that right?

17 A. Correct. But many people inside the organization  
18 use that same term.

19 Q. What other phrases, names are associated with this  
20 logo, Exhibit 14, internally at Wal-Mart?

21 A. Internally I've heard it called smiley face, smiley,  
22 Mr. Smiley, happy face. Those kinds of things.

23 Q. Has he ever been called Mr. Rollback or rollback?

24 A. I can't answer that one.

25 Q. You would acknowledge that from time to time in the

1 advertising, both on television, as well as in the print  
2 and the circulars you've described, that the happy face  
3 here in this Exhibit 14 has formed the letter O in the  
4 word "rollback"; is that right?

5 A. Yes.

6 Q. You've seen that in the advertising in Wal-Mart?

7 A. Yes.

8 Q. Have you ever seen any internal documents at  
9 Wal-Mart that discussed the need to call this particular  
10 logo "smiley"?

11 A. Not to my knowledge.

12 Q. In connection with the selection of the logo back in  
13 the 1990s, I just want to clarify, were you -- did you  
14 participate in that process?

15 A. From a very minor basis.

16 Q. Tell me, if you would, about your role specifically  
17 in the selection of the happy face logo.

18 A. I sat in meetings where different advertising  
19 techniques were discussed, and the better every day or  
20 smiley adaptation was discussed at that time.

21 Q. Speaking of "better every day," I noticed that in  
22 the early campaigns -- and when I say "early," I'm talking  
23 about maybe 1996 by way of example -- that that tag line  
24 "better every day" seemed to be used in connection with  
25 the design of the happy face; is that right?

1 A. That's correct.

2 Q. And is that tag line of "better every day" still  
3 used in connection with the mark?

4 A. No.

5 Q. How long did Wal-Mart use that slogan?

6 A. I don't remember exactly, but it was about a year.

7 Q. And then was there a decision to change or modify  
8 the tag line?

9 A. Yes.

10 Q. And what was the new tag line that came in after the  
11 "better every day"?

12 A. Rollback.

13 Q. And the "rollback" tag line, is that in continuous  
14 use since its inception?

15 A. Yes.

16 Q. In connection with the selection of the design in  
17 Exhibit 14, you said you played a minor role. But let me  
18 just ask you a follow-up on that.

19 Can you describe with more specificity what your role  
20 was in that process?

21 A. Really just act as counsel inside these meetings.

22 Q. When you say "act as counsel," I mean, you're not  
23 talking about legal counsel?

24 A. No.

25 Q. There was a team of people, I take it, who were

1 involved in this process?

2 A. Yes.

3 Q. And you also worked with outside agencies?

4 A. Yes.

5 Q. Which agencies did you work with?

6 A. Bernstein-Rein was the main agency we worked with.

7 Q. And what other ones, if you recall?

8 A. GSD and M in Austin, Texas.

9 Q. What role did they play?

10 A. They were advertising agencies for Wal-Mart.

11 Q. Did the company engage -- I take it from your  
12 testimony that the company did engage in some sort of  
13 focus group work; is that right?

14 A. Yes.

15 Q. And I'm not in advertising, but my lay person's  
16 understanding of a focus group is when you get, at times,  
17 a room full of people, a test group, if you will, to give  
18 perceptions of a particular advertising campaign or a  
19 theme that you want to run.

20 Is that a fair summary in general terms?

21 A. Yeah, I think so.

22 Q. So if I understand your testimony, Wal-Mart engaged  
23 in this process of testing some various different kinds of  
24 campaigns for advertising back in 1995 or '96?

25 A. Yes, through our ad agencies.

1 Q. But you yourself didn't participate directly in  
2 those focus groups; is that right?

3 A. That is correct.

4 Q. When you say you were just sort of providing counsel  
5 to the group, what specifically do you mean by that?

6 A. Insight, thoughts about the use and which would  
7 resonate best with customers.

8 Q. What's your recollection about the other advertising  
9 logos that were being promoted as possibilities at that  
10 time you were testing Exhibit 14?

11 A. I really can't recall what they are.

12 Q. Just to try to refresh your memory, the design in  
13 Exhibit 14, obviously, is a logo of a happy face with eyes  
14 and a smiling mouth.

15 Were the other items that were being tested also in  
16 the form of designs -- in other words, you had a series of  
17 designs you were testing or were there other items you  
18 were testing as well? Slogans, themes, et cetera?

19 A. If I remember correctly, it was a combination of all  
20 the things you just mentioned.

21 Q. I take it -- just to clarify, you said that the  
22 design that forms the basis of Exhibit 14, that was --  
23 that resonated with the focus groups, I take it?

24 A. From what I understood at the time, yes.

25 Q. They were pleased with it in a way that Wal-Mart

1 thought would be helpful to its advertising campaign?

2 A. That is correct.

3 Q. Maybe you want to take a break now for your phone  
4 call.

5 A. If we could, yeah.

6 (Wherein, a break was taken from 10:45 a.m. to 1:13 a.m.)

7 Q. (Mr. Baron continued.) Mr. Steiner, I just want to  
8 go back a little bit more on your background and clarify a  
9 couple of things.

10 You mentioned that you worked for a short time -- for  
11 one year, I think you said, for -- was it for your own  
12 company?

13 A. A friend of mine and I started a company.

14 Q. And you were the chief operating officer. Your  
15 friend was the CEO; is that --

16 A. Correct.

17 Q. Since 1995 when you were recruited by Wal-Mart, have  
18 you lived here in Arkansas?

19 A. Yes, sir.

20 Q. You mentioned that one of your jobs is to make sure  
21 that the logo is used correctly; right?

22 A. (Witness nods head.)

23 Q. You have to give a verbal response.

24 A. Yes.

25 Q. And used in accordance with the rules and parameters



1 of Wal-Mart; is that right?

2 A. That's correct.

3 Q. Does Wal-Mart have printed rules and parameters  
4 about the use of the logo?

5 A. There are specific parameters and rules for the use  
6 of the Wal-Mart logo. I don't know of any written  
7 documentation around the smiley face and/or anything  
8 related to it.

9 Q. How about unwritten rules concerning the use of that  
10 logo?

11 A. Yes. There are -- yes.

12 Q. What are the unwritten rules?

13 A. The rules that we use in relation to smiley faces,  
14 that it is a descriptor to mean happiness, joy,  
15 satisfaction. And that it applies to our rollback pricing  
16 program.

17 Q. Are there any other rules that govern its usage?

18 A. Not that I know of.

19 Q. And is there any manner in which you communicate --  
20 or I should say Wal-Mart communicates to its associates  
21 how to use the logo?

22 A. We do not, but associates take great many liberties  
23 in the use of it.

24 Q. Can you explain what you mean by that?

25 A. They make buttons and badges and signs and all kinds

1 of different paraphernalia, if you will.

2 Q. And I take it that Wal-Mart encourages that?

3 A. Not necessarily.

4 Q. Does Wal-Mart ever step in and say you cannot use  
5 the logo in a certain manner?

6 A. As it relates to some advertising, yes.

7 Q. And can you think of some examples when Wal-Mart  
8 might have said to an associate, or anybody for that  
9 matter, "You cannot use this logo in the manner you're  
10 using it"?

11 A. Yes.

12 Q. Please tell me.

13 A. Whenever an associate would run an advertisement,  
14 for instance, and that advertisement might have sale  
15 prices on it or something like that, and they would attach  
16 the smiley face to that, then we would ask them not to do  
17 that.

18 Q. Why?

19 A. Because we did not want to -- first of all, Wal-Mart  
20 does not do sales, normally. And we did not want to  
21 attach that mark to that type of advertising.

22 Q. Just so I understand, is it correct to say that  
23 Wal-Mart wanted to -- or wants to keep that logo in  
24 association with the rollback concept, as opposed to a  
25 sale or a sales concept?

1 A. Yes. From a marketing perspective, yes.

2 Q. And how do the two things differ? That is, rollback  
3 from sales?

4 A. Well, a rollback is part of our everyday low price  
5 philosophy. And it is a temporary reduction in price on  
6 an item as we receive lower prices from our manufacturers.

7 Q. And in contrast, what in your mind, then, is a sale?

8 A. A sale might be a clearance item that we just drop  
9 the price of an item to get it out the door. To get rid  
10 of it.

11 Q. So the logo -- and, of course, I'm using the word  
12 "logo" to refer to that design in Exhibit 14.

13 The logo is associated with rollback, but not with  
14 clearance or sales of that nature?

15 A. Yes, that's correct.

16 Q. Are there any other parameters or rules that you can  
17 think of about the use of that logo?

18 A. You're referring to the smiley face?

19 Q. Yes.

20 A. None that I can think of.

21 Q. Can you give me any examples of the use of the logo  
22 by itself in any advertising campaign?

23 When I say "by itself," Mr. Steiner, I mean without  
24 the use of the word "rollback" or "everyday low prices" or  
25 any other tag line that it might otherwise accompany.

1 A. The first one that comes to my mind is that that  
2 logo or that mark currently appears on a credit card for  
3 Wal-Mart. And there is a subsequent marketing campaign  
4 that coincides with that.

5 Q. Are there any others?

6 A. Not that I can think of.

7 Q. And is it safe to say that Wal-Mart has not used the  
8 logo in advertising in connection with the word "smiley"?

9 A. To my knowledge, that's correct.

10 Q. I'm taking a look, Mr. Steiner, at Exhibit 15. It's  
11 the compilation here. Yes.

12 As I understand your testimony, this is largely a  
13 sampling of circulars; correct?

14 A. Correct.

15 Q. And then in the back end of it there is a  
16 shareholder report --

17 A. Correct.

18 Q. -- which appears to be dated 1998; is that right?

19 A. That is correct.

20 Q. With respect to the documents that relate to the  
21 circulars, I just wanted to get a frame of reference for  
22 the time here. I see several of them seem to be dated in  
23 1996. There are, however, several pages where it does not  
24 appear to me anywhere that there's a date.

25 Are you able to date those items that do not bear a

1 date on them?

2 A. Can you give me a specific page?

3 Q. Yeah. Well, this may help us. If you could turn to  
4 the page that bears the number 8 at the bottom. It ends  
5 in the number 8. And I'm looking at the control numbers.

6 A. This one (indicating)?

7 Q. It looks like that (indicating).

8 A. Oh, okay. This one (indicating)?

9 Q. Yes. I see at the top below Wal-Mart there is a  
10 date range of "Prices good March 31 through April 6,  
11 1996."

12 Is the next page after that part of the same  
13 circular?

14 A. Yes.

15 Q. And if we go to the page after that, page 10 -- I  
16 guess that one has a date on it. Maybe you can help me  
17 out here.

18 I take it that circulars are frequently multiple  
19 pages in length; is that right?

20 A. Yes. Usually 16 plus pages.

21 Q. I notice these circulars -- several of these  
22 circulars here in Exhibit 15, the logo bears the  
23 description below it of "Happy days are here again."

24 Was that a tag line that Wal-Mart at one time used in  
25 connection with the logo? If you look on the first page.

- 1 A. Yeah, that was one of the initial identities of it.
- 2 Q. Wal-Mart no longer uses that tag line?
- 3 A. Not that I'm aware of.
- 4 Q. And do you know when they ceased using it?
- 5 A. Not the exact date.
- 6 Q. Approximately what year?
- 7 A. Late '96, early '97.
- 8 Q. Do you recall why they made the decision not to use
- 9 it?
- 10 A. I don't.
- 11 Q. And if you turn to page 12, it's the page that says
- 12 "Savor the selection" at the top.
- 13 A. This one (indicating)?
- 14 Q. Yes. Is this an example of the use of the logo in
- 15 connection with the tag line "Better every day"? I see a
- 16 couple --
- 17 A. Yes.
- 18 Q. And that also is no longer in use, that tag line;
- 19 correct?
- 20 A. Correct.
- 21 Q. And I believe you -- and you said that was in use
- 22 for about a year, 1996 or so?
- 23 A. Correct.
- 24 Q. And do you recall why Wal-Mart made a decision to
- 25 stop using that tag line?

1 A. I do. The words in combination didn't really stand  
2 for anything, didn't really resonate with customers. And  
3 so that's why we changed it.

4 Q. If you bear with me here, turn to the page that ends  
5 in number 44. It looks like this (indicating).

6 A. Okay.

7 Q. I take it this is an example of the use of the logo  
8 in connection with the rollback message; right?

9 A. Correct.

10 Q. And in this particular page we see the logo in the  
11 word "rollback" itself; right?

12 A. Correct.

13 Q. We see it in the place where the O would be;  
14 correct?

15 A. Yes. For that time frame, that is correct.

16 Q. Is Wal-Mart still using the logo in the letter O  
17 position in its advertising?

18 A. Are you asking if we're still using the word  
19 "rollback" with an O in it?

20 Q. No. No. I'm sorry. Let me clarify. I took from  
21 your answer that perhaps Wal-Mart no longer uses the logo  
22 of the happy face in the word "rollback" itself.

23 Am I right about that?

24 A. That is correct.

25 Q. And when did Wal-Mart cease using the design in the

1 actual word "rollback"?

2 A. I don't recall.

3 Q. Has it been years or less than years?

4 A. I don't recall.

5 Q. Why did Wal-Mart make a decision to stop using the  
6 logo in the word itself?

7 A. I don't recall. I'd just be speculating.

8 Q. Did you ever participate in any meetings to discuss  
9 whether to take it out of the word?

10 A. I'm sure I did. I just don't remember the specific  
11 direction that was given.

12 Q. Who at the company has the ultimate say on a  
13 decision such as this, which is how to use the logo?

14 A. It would have been either our senior vice president  
15 or executive vice president of marketing.

16 Q. And who are they?

17 A. At this time, I believe it was Paul Higham. But  
18 he's no longer with Wal-Mart. He retired. And then,  
19 until Monday, Bob Connolly is the executive vice  
20 president.

21 Q. What position did Mr. Higham have?

22 A. Senior vice president of marketing.

23 Q. When did he leave?

24 A. Approximately three years ago.

25 Q. I'm sorry. Bob, what was his last name?



1 A. Connolly.

2 Q. And you indicated he is leaving the company or his  
3 position?

4 A. He has announced his retirement, and he is being  
5 replaced as of Monday in that position.

6 Q. And he has been serving as senior vice president of  
7 marketing?

8 A. Executive vice president.

9 Q. So would he have been involved with Mr. Higham in  
10 the hierarchy?

11 A. When Mr. Higham left, then Bob Connolly, who was an  
12 executive vice president, took his leadership spot.

13 Q. Just to clarify, it would be your testimony that one  
14 of those two men, Mr. Higham or Mr. Connolly, would have  
15 had the ultimate decision-making in whether to take the  
16 logo out of the word "rollback"?

17 A. Yes, along with a consortium of people and ad  
18 agencies. But yes.

19 Q. But that didn't involve you, per se?

20 A. I was in the meetings, but I don't recall the  
21 specific direction that was given and why it was taken out  
22 of the logo.

23 Q. In connection with some other testimony in this  
24 case -- not yours, but other testimony, we've seen some  
25 exemplars of television ads that incorporate the logo.

1 MR. RINKERMAN: Can you clarify for the  
2 record which logo you're speaking of.

3 Q. (Mr. Baron continued.) When I use the word "logo,"  
4 I'm avoiding the use of the word "smiley" or "happy face"  
5 or whatever it is. I'm trying to refer to it in a neutral  
6 way. So when I use the word "logo," my questioning --  
7 unless I tell you otherwise, I'm referring to the design  
8 mark that is featured in Exhibit 14, page 1521 of that  
9 exhibit.

10 Okay?

11 A. Which is the face itself?

12 Q. Yes. So when I say "logo," this is what I'm  
13 referring to.

14 A. Okay.

15 Q. In any event, we've seen some television advertising  
16 that features the logo or a character built upon the logo.

17 Have you had a role in the development of the  
18 television advertising that uses the logo?

19 A. Yes.

20 Q. And what has your role been in the development of  
21 that advertising?

22 A. Basically, again, as a counselor. Not a legal  
23 counselor, but an opinion maker as to what would resonate  
24 best with our customers and what would fit the Wal-Mart  
25 brand and culture best.

1 Q. You would agree with me that from time to time the  
2 television advertising features the logo in different  
3 costumes, different roles, if you will?

4 A. Yes.

5 Q. I recall seeing one involving the logo dressed up as  
6 Zorro.

7 Does that ring a bell with you?

8 A. Yes.

9 Q. I recall another one where the logo was wearing a  
10 cowboy hat playing the role of a cowboy.

11 Do you remember that one?

12 A. Yes.

13 Q. I think I remember one where the logo was featured  
14 in kind of a James Bond setting with music from a James  
15 Bond movie, as I recall.

16 Do you recall that?

17 A. That is correct, yes.

18 Q. So did you have a role in helping to develop those  
19 different settings for this logo?

20 A. Yes.

21 Q. And what was the idea, if you will, in creating this  
22 kind of a theme or varied themes with the logo?

23 A. Basically, the thought was how can we make people  
24 more positive about and receptive to the logo itself.

25 Q. And I take it one of the methods that you concluded

1 that would be helpful was to put the logo in these various  
2 settings and costumes and the like; is that right?

3 A. That is correct.

4 Q. You talked a little bit about -- in your direct  
5 testimony about the feeling that the logo denotes, which  
6 as I recall, is a feeling of happiness or satisfaction or  
7 joy.

8 Is that fair?

9 A. That's correct.

10 Q. I take it that you would agree with me that those  
11 types of feelings are, I'll say, universal in nature; that  
12 people feel those things in all kinds of different  
13 situations.

14 A. Sure.

15 Q. Would you agree with me that other retailers,  
16 besides Wal-Mart -- let's take Wal-Mart out of the  
17 equation -- might have a desire to impart those same kinds  
18 of feelings to their customers?

19 A. Sure. I would assume so.

20 Q. And some of them, in fact, may want to do that using  
21 the same kind of a logo, a smiling face?

22 A. They might.

23 Q. And if they did, is it your intention that Wal-Mart  
24 would oppose such a thing?

25 A. Yes.

1 Q. I live in Chicago. Actually, in the city, on the  
2 north side of Chicago. And not far from my house is a  
3 little independent grocery store called the Divon Market.  
4 And I went there two or three weeks ago and I bought some  
5 groceries, and they were put in a little plastic bag. And  
6 lo and behold on the plastic bag was a yellow circular  
7 face with two eyes and a smile.

8 Is that kind of activity, say, by a local grocer in  
9 Chicago, something that Wal-Mart would find troublesome  
10 for its campaign?

11 MR. RINKERMAN: I'd like to object to this  
12 line of questioning. It's a hypothetical. We don't have  
13 the bag in front of us. We have no idea if your  
14 description comports to the actual image on any particular  
15 bag. And I'm going to say it's inappropriate to ask the  
16 witness that question. So I object.

17 Q. (Mr. Baron continued.) Counsel has made his  
18 objection. You can answer the question. It ultimately  
19 will be up to the Trademark, Trial and Appeal Board as to  
20 whether or not it's a proper question.

21 So would you like to have it read back to you?

22 A. Please.

23 Q. Okay.

24 (Wherein, the reporter read the record as requested.)

25 THE WITNESS: I don't think so. When used in

1 that type of manner, I don't think we would find it  
2 troublesome. I'm not sure, if I was that grocery store,  
3 that I would do that because people identify this logo  
4 very much with Wal-Mart.

5 MR. RINKERMAN: And also, again object and  
6 state that the witness is not an attorney, and you may be  
7 asking him for a legal conclusion as to whether or not  
8 there is infringement action appropriate in that  
9 circumstance; and that's certainly not within the scope of  
10 this witness' expertise.

11 Q. (Mr. Baron continued.) Are you aware of other  
12 retailers, besides Wal-Mart, that use the happy face in  
13 any capacity?

14 A. I've seen adaptations before, yes.

15 Q. Can you give me some examples of what you've seen by  
16 other retailers?

17 A. I can't give you specifics off the top of my head.

18 Q. Nothing comes to mind?

19 A. They would use it as a mark inside their  
20 advertising. I've seen that before. But I can't recall  
21 specifics.

22 Q. Are you aware of whether Wal-Mart has taken any  
23 action at all against any other retailers who use any kind  
24 of a happy face design in their promotions?

25 A. Not specifics, no.

1 Q. Are you aware that a company called Joe Boxer which  
2 makes, among other things, boxer shorts, uses a  
3 configuration of the happy face?

4 A. I am aware of that.

5 Q. You've seen that before?

6 A. I have.

7 Q. Does Wal-Mart, in fact, sell any Joe Boxer products,  
8 that you're aware of?

9 A. I do not believe so.

10 Q. And has Wal-Mart, to your knowledge, taken any steps  
11 to request that Joe Boxer cease and desist from using the  
12 happy face or any kind of a happy face in connection with  
13 its products?

14 A. Not that I know of.

15 Q. Are you aware of whether another large retailer,  
16 Kmart, has ever used the happy face -- or a happy face in  
17 its advertising or promotions?

18 A. I know that they carry Joe Boxer, and they have used  
19 it in association with that. I can't think of specific  
20 instances, other than that.

21 Q. To your knowledge, has Wal-Mart taken any action  
22 against Kmart in that regard?

23 A. Not that I know of.

24 Q. Mr. Rinkerman asked you some questions about the  
25 amount of money spent on in-store signage and advertising.

1 Do you recall being asked those questions?

2 A. Yes.

3 Q.

4

5

6 Does that sound accurate?

7 A. Yes.

8 Q. I want to just clarify.

9 When you gave that answer, you were talking about all  
10 kinds of in-store advertising, not just advertising  
11 relating to the logo; correct?

12 A. Yes. But I would guess that it would also amount to  
13 that, just related to the logo in question.

14 Q. You would guess that that amount relates solely to  
15 the logo or it doesn't relate solely to the logo?

16 A. It would be both, to the logo itself and to all  
17 other signs.

18 Q.

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21 A.

22 Q.

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25 A.



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Q. Wal-Mart, I take it, based on Exhibit 16, acquires from time to time items that have the logo on it: Buttons, stickers, and those types of things; correct?

A. That is correct.

Q. And buttons are worn by the associates at Wal-Mart?

A. Yes. Predominantly, yes.

Q. Is there a requirement that associates wear the button or is it just something that an associate can choose to do if he or she wishes?

A. It is not a requirement.

Q. How about the stickers, is it a requirement that associates give out stickers to children at Wal-Mart?

A. Associates that have the position of greeter, which is the person that greets you when you walk into the store, do use stickers to give to children and other purposes.

Q. Are you aware -- let me just turn your attention for a moment to Exhibit 16, which is, of course, many, many pages. But if we look at the first page that bears the number in the lower right-hand corner of 952.

A. Yes.

Q. This appears to be an invoice.

Now, I take it you didn't prepare this invoice; right?

1 A. I did not.

2 Q. Are you aware of who prepared the invoice?

3 A. The signature at the bottom says Boo Randolph. And  
4 I know her.

5 Q. Does she work for Wal-Mart?

6 A. Yes.

7 Q. Is this -- this page we're looking at specifically,  
8 is this a Wal-Mart created document?

9 A. I would assume so, but I do not know that for sure.

10 Q. And do you know who

11 A. Not -- no.

12 Q. And I take it you don't know who David is next to  
13 the name

14 A. No.

15 Q. Are you involved in any way, Mr. Steiner, in the  
16 processing of requests for goods to

17 A. Not directly, no.

18 Q. Have you ever dealt with anybody at

19 A. Personally, no.

20 Q.

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23 A. Not that I'm aware of.

24 Q.

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A.

Q.

A.

Q. Now, the visitors center is located here in Bentonville; is that right?

A. That is correct.

Q. There are no other visitors centers around the country?

A. Not that I'm aware of.

Q. What's the purpose of the visitors center?

A. It's basically a museum that shows how Wal-Mart began and denotes the changes and history of the company.

Q. So if I went down there, I could kind of get a tour through the history of Mr. Walton's development of the company from the 1950s onward?

A. Yeah. The company started in 1962. So from then, yes.

Q. And I take it that visitors to the museum are able to receive items that bear the logo on them; is that

1 right?

2 A. Yes, they can purchase items there.

3 Q. Stickers -- I mean, pins?

4 A. Yes.

5 Q. What other items that bear the logo are for sale  
6 there?

7 A. I don't have an inventory, but I've seen buttons and  
8 pins and badges and those kinds of things.

9 Q. Am I correct, these are for sale? They're not just  
10 given away?

11 A. Some may be given away. But they are for sale, yes.

12 Q. Are you aware of which ones are given away versus  
13 which ones are sold?

14 A. I am not.

15 Q. Other than the visitors center here in Bentonville,  
16 I take it these items are not for sale in other locations  
17 around the country at Wal-Mart?

18 A. There is also a building that belongs to Wal-Mart.  
19 It's called the David Glass Technology Center -- I'm  
20 sorry. It is our training facility in Bentonville that  
21 also has a small gift shop where people can buy T-shirts  
22 and pens and pencils and those kind of things with the  
23 smiley -- with this logo.

24 Q. Any other locations where these items are available  
25 for sale?

1 A. Our store sells some items like this, but not  
2 directly, that I know of.

3 Q. Are you aware of whether Wal-Mart carries items for  
4 sale of either the logo as we see in Exhibit 14 or any  
5 other form of a happy or a smiley face that -- I'll leave  
6 it at that.

7 A. Yes. I have seen products in our stores sold with  
8 that ornamentation.

9 Q. Can you give me some examples?

10 A. I have seen erasers and, I believe, pencils and  
11 those kinds of products.

12 Q. Anything else?

13 A. I believe I've seen T-shirts and apparel items with  
14 that logo on it.

15 Q. I just want to exhaust your memory.

16 Is there anything else you recall being sold at  
17 Wal-Mart that bears the logo or any kind of a happy face  
18 or smiley face logo?

19 A. Not that I can recall.

20 Q. Let me ask you the same question, but this time  
21 let's take the logo out of it, the actual design.

22 Are you aware of any items being sold at Wal-Mart  
23 that bear the word "smiley"?

24 A. Not to my knowledge.

25 Q. Do you know who Julie Lyle is?

1 A. Yes.

2 Q. She works at Wal-Mart?

3 A. Yes.

4 Q. What is her position?

5 A. She's vice president of marketing.

6 Q. Do you work with her?

7 A. Yes.

8 Q. Here in Bentonville?

9 A. Yes.

10 Q. Do you report to her or does she report to you?

11 A. I report to her.

12 Q. I'm going to show you, Mr. Steiner, a document that  
13 was prepared and produced in this case by Wal-Mart through  
14 its counsel. It's identified as Wal-Mart's supplemental  
15 response to Franklin Loufrani's Interrogatories Number 3,  
16 14, 25, and 29.

17 All I want you to do is -- I'm going to turn your  
18 attention, in particular, to page 3 of that document. It  
19 has on page 3 the description of the goods and services in  
20 my client's trademark applications for which we are  
21 seeking a registration. And you'll also see on pages 3,  
22 4, 5, 6, and on to 7, that from time to time there is a  
23 strike through of various listings of goods and services.

24 All I want you to do -- and you can take your time --  
25 and we can go off the record and you can just look at it

1 -- is review the description of the goods and services  
2 here, and explain or tell me if you can recall Wal-Mart  
3 offering any of the goods or services here that actually  
4 bear the logo on it; the logo itself as placed on the  
5 good. That's what I'm looking for.

6 And just to further clarify here -- sorry for the  
7 lengthy question. Where you see the strike throughs,  
8 counsel for Wal-Mart has indicated that those are not  
9 goods or services that are being offered in any way in  
10 connection with a happy face or the logo. So that's a  
11 starting point.

12 What I'm looking for, though, is with respect to  
13 everything else, do any of these goods, to your  
14 recollection, actually bear the logo itself?

15 A. Okay.

16 Q. I'm distinguishing that from being offered at  
17 Wal-Mart which uses a happy face. I'm talking about the  
18 logo being on the good or service.

19 MR. RINKERMAN: And I'd ask the witness to  
20 please read the question as well that's being asked in the  
21 document so you have a good feeling as to what was  
22 specifically asked for and what the response was.

23 MR. BARON: Yes. Absolutely.

24 Q. (Mr. Baron continued.) If you want to start on  
25 page 2, the Interrogatory Number 3 is there. And then the

1 supplemental response starts below that. And then you get  
2 into the categories of goods and services.

3 So tell you what, why do we go off the record. You  
4 can take a few minutes to familiarize yourself.

5 A. Okay.

6 (Wherein, a break was taken from 11:45 a.m. to 11:56 a.m.)

7 Q. (Mr. Baron continued.) So, Mr. Steiner, now that  
8 you've had a chance to read Interrogatory Number 3, the  
9 supplemental response, and take a look at the lengthy list  
10 of goods and services that form part of my client's  
11 application, are there any that come to mind where  
12 Wal-Mart has actually put the logo actually on the product  
13 itself?

14 A. To say that Wal-Mart's put it on, I think, is  
15 incorrect. But manufacturers that supply Wal-Mart  
16 probably have, yes.

17 Q. Without breaking down the manufacturers, I'm more  
18 interested in what products actually bear the logo itself.

19 So I'll hand you back the interrogatory answer.

20 MR. RINKERMAN: I'd like to ask counsel to  
21 clarify.

22 Are you asking what products are used by Wal-Mart  
23 with the logo on it for any purpose or -- I think there's  
24 a little ambiguity as to what you're asking.

25 Q. (Mr. Baron continued.) Let me try to clarify it.



1 I am interested in identifying on that list of  
2 products and goods which products are available at  
3 Wal-Mart that actually have the logo embossed on the  
4 product?

5 A. I am not an expert in merchandising, nor is that  
6 what I do. But I recall seeing it on Band-Aids, bandages,  
7 those kinds of things. All the items that are listed in  
8 this section -- this supplemental response to  
9 Interrogatory Number 3, I do recall seeing it on coffee  
10 mugs and T-shirts and pencils and frames and those kinds  
11 of things. I can't give you specifics, but I am pretty  
12 sure I've seen it on soaps before.

13 Do you want me to go through this entire list and  
14 tell you the ones that I remember and not remember?

15 Q. Yeah. I want to know which products -- which goods  
16 that are listed there, Wal-Mart has had on the shelf in  
17 your tenure that actually have the logo on it.

18 A. Other than the ones I just said, I couldn't be sure  
19 to tell you for sure or not.

20 Q. That's fine. Mr. Rinkerman asked you some questions  
21 about whether you had seen the use of the logo or a happy  
22 face design in other context outside of Wal-Mart.

23 Do you remember being asked those questions?

24 A. Yes.

25 Q. And I believe you indicated that yes, you had seen

1 such; is that right?

2 A. Yes.

3 Q. Taking you back now to the point in time when  
4 Wal-Mart was considering selecting the logo, were there  
5 discussions within the company about its prior use, that  
6 happy face's use out in American culture?

7 A. Yes, there were discussions.

8 Q. Did you participate in those discussions?

9 A. Yes.

10 Q. And what was the nature of the discussions, as you  
11 recall them?

12 A. As I recall it, we discussed whether that mark was  
13 owned by some other individual or company.

14 Q. And were there any conclusions drawn within the  
15 company about that?

16 A. After some due diligence, it was learned that it was  
17 a very ubiquitous logo or mark, and that it was not owned  
18 by any particular individual or group.

19 MR. BARON: That's all I have. Thank you  
20 very much, sir.

21 MR. RINKERMAN: I have a few follow-up  
22 questions.

23 FURTHER EXAMINATION

24 BY MR. RINKERMAN:

25 Q. I'd like to direct your attention, Mr. Steiner, to

1 Exhibit 16 again.

2 And ask you: Do you know Boo Randolph?

3 A. Yes. I've met her before.

4 Q. Do you know what her -- does she work in the  
5 visitors center?

6 A. To my knowledge, she does.

7 Q. And do you know why Wal-Mart may retain records such  
8 as the ones that comprise Exhibit Number 16?

9 A. I would say to keep track of the inventory that they  
10 have at that location.

11 Q. Do you know why, in fact, smiley products are sold  
12 or provided at the Wal-Mart visitors center?

13 A. People respond to it. It resonates well with  
14 consumers, and they like to have them.

15 Q. You were asked by Mr. Baron, had the smiley image  
16 been used with words such as "Better every day" and then  
17 with "Happy days are here again" and then with the term  
18 "rollback."

19 Do you recall that series of questions?

20 A. I do.

21 Q. Do you know if in those uses, whether or not there  
22 was any consistent visual element in each of those uses?

23 A. For Wal-Mart's purposes?

24 Q. Yes.

25 A. Yes.

1 Q. Can you explain your answer for us?

2 A. Is the smiley face, the circle with the -- yellow  
3 circle with the eyeballs and the smile.

4 Q. And Mr. Baron also asked you about various  
5 television uses of -- by Wal-Mart, including, for example,  
6 a use with a Zorro type outfit and then with a James Bond  
7 type outfit.

8 With respect to Wal-Mart's advertising on television  
9 that may have involved smiley, has there been any  
10 consistent visual element in all of those commercials?

11 A. Yes. The one consistent element was the  
12 domination -- or the dominant smiley face.

13 Q. And would that same answer be true with respect to  
14 the printed circular use of the -- by Wal-Mart?

15 A. Yes.

16 Q. You've described for Mr. Baron what Wal-Mart means  
17 by the term "rollback."

18 Can you again explain briefly what that means in the  
19 Wal-Mart context?

20 A. Rollback at Wal-Mart means a temporary reduction in  
21 price that is then passed along to consumers.

22 Q. Is that -- how would you characterize that in terms  
23 of what Wal-Mart offers to consumers as a retailing  
24 service?

25 A. I'm not sure I understand the question.

1 Q. Is that part of the Wal-Mart philosophy, retailing?

2 A. Yes.

3 Q. Can you elaborate -- can you describe what that  
4 means in the context of the Wal-Mart philosophy?

5 A. Wal-Mart builds its business on having the best  
6 prices and being able to give customers those best prices  
7 as we receive them. So if a supplier lowered a cost to  
8 Wal-Mart, Wal-Mart would then potentially lower the price  
9 of that product to them under the guise of rollback.

10 Q. And is the smiley image always used in conjunction  
11 with the word "rollback" by Wal-Mart?

12 A. Not necessarily.

13 Q. Have you ever seen it used outside of the use with  
14 the term "rollback" spelled out?

15 A. Yes.

16 Q. Now, you mentioned greeters at one point in one of  
17 your responses to Mr. Baron's question.

18 What is a Wal-Mart greeter?

19 A. A greeter is the person inside the store that stands  
20 near the entrance, hands out stickers or buttons. They  
21 provide carts to customers. They also mark returned items  
22 so that they can be returned properly through the system.

23 Q. On the stickers that are handed out, do you know if  
24 the word "rollback" appears on the stickers that are  
25 handed out by greeters at Wal-Mart?

1 A. Not that I know of.

2 Q. Do you know of any unique garb that greeters wear  
3 when they're serving a function as Wal-Mart greeters?

4 A. Yes. Most wear a vest that many times would carry  
5 the mark in question, the smiley face. And also buttons  
6 and lapel pins and any number of things like that.

7 Q. Are you aware of whether or not the vests have the  
8 word "rollback" on them or not?

9 A. I don't believe it does.

10 Q. Would you take a look at Exhibit 17.

11 And I'm going to ask you again: Are those examples,  
12 to your knowledge, of the use of the smiley image without  
13 the term "rollback" associated with it?

14 A. Yes.

15 MR. RINKERMAN: I have no further questions.  
16 Thank you, Mr. Steiner.

17 FURTHER EXAMINATION

18 BY MR. BARON:

19 Q. I'm just going to show you a button and ask if you  
20 can identify that (indicating).

21 A. Looks like a button with a smiley face on it.

22 Q. Is that the logo?

23 A. Looks very much like it.

24 Q. Can you tell one way or the other?

25 A. I mean, there is subtle differences, but -- no.

1           (Wherein, an off-the-record discussion was had.)

2                   MR. BARON: I'd like to have this marked as  
3 LF-1.

4           (Wherein, Deposition Exhibit LF-1 was marked.)

5                   MR. BARON: I'm done.

6           (Wherein, at 12:09 p.m., the deposition was concluded.)

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## C E R T I F I C A T E

STATE OF ARKANSAS )  
 )  
 COUNTY OF WASHINGTON )

I, BECKY J. PARKER, Certified Court Reporter, a notary public in and for the aforesaid county and state, do hereby certify that the witness, TROY DAVID STEINER, was duly sworn by me prior to the taking of testimony as to the truth of the matters attested to and contained therein; that the testimony of said witness was taken by me in machine shorthand and was thereafter reduced to typewritten form by me or under my direction and supervision; that the foregoing transcript is a true and accurate record of the testimony given to the best of my understanding and ability.

I FURTHER CERTIFY that I am neither counsel for, related to, nor employed by any of the parties to the action in which this proceeding was taken; and, further, that I am not a relative or employee of any attorney or counsel employed by the parties hereto, nor financially interested, or otherwise, in the outcome of this action; and that I have no contract with the parties, attorneys, or persons with an interest in the action that affects or has a substantial tendency to affect impartiality, that requires me to relinquish control of an original deposition transcript or copies of the transcript before it is certified and delivered to the custodial attorney, or that requires me to provide any service not made available to all parties to the action.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal of office this 6th day of May, 2005.

*Becky Parker*

BECKY J. PARKER, CCR LS #614, RPR  
 NOTARY PUBLIC

In and for the County of Washington  
 State of Arkansas

**OFFICIAL SEAL**  
**BECKY J. PARKER, RPR**  
**CERTIFIED COURT REPORTER**  
**ARKANSAS SUPREME COURT**  
**LS NO. 614**  
**NOTARY PUBLIC, ARKANSAS**  
**MY COMMISSION EXPIRES MAY 5, 2012**

My Commission Expires:  
 May 5, 2012



I, Troy Steiner, hereby certify that the above and foregoing deposition is a full, true, correct and complete transcript of the proceeding (mark the appropriate box):

( ) Had at the time of the taking of my deposition.

(☒) Subject to the notations on the attached

Errata Sheet made by me or at my direction.

Troy Steiner  
(Name)

5/19/05  
(Date)

STATE OF ARKANSAS }

COUNTY OF BENTON }

SUBSCRIBED AND SWORN TO before me on this 19<sup>th</sup> day  
of MAY, 20 05.

MY COMMISSION EXPIRES:

11-8-2013

Joanna Faulkinberry

Notary Public

JOANNA FAULKINBERRY  
NOTARY PUBLIC-STATE OF ARKANSAS  
BENTON COUNTY  
My Commission Expires 11-08-2013

# ERRATA SHEET

[illegible]

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Wal-Mart Stores, Inc.,	)	Opposition No. 91/150,278
	)	Opposition No. 91/154,632
v.	)	
	)	
Franklin Loufrani	)	
	)	
Franklin Loufrani,	)	
	)	
v.	)	Opposition No. 91/152,145
	)	
Wal-Mart Stores, Inc.	)	

DEPOSITION EXHIBITS OF TROY DAVID STEINER

[illegible]

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICATION FOR SERVICE MARK REGISTRATION

Mark: Miscellaneous Design  
Class: International 35

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

Wal-Mart Stores, Inc., a corporation organized under the laws of the State of Delaware, with its principal place of business at 702 SW 8th Street, Bentonville, Arkansas 72716-8095.

The above-identified Applicant has adopted and is using the SERVICE MARK shown in the accompanying drawing for:

Retail department store services, in International Class 35

and requests that said mark be registered in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946.

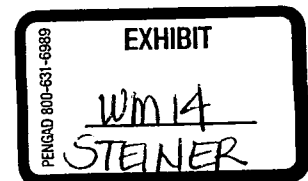
The mark was first used in connection with the service at least as early as January 31, 1996, was first used in interstate commerce at least as early as January 31, 1996, and is now in use in such commerce.

The service mark consists of a yellow circle with two eyes and a smiling shaped mouth. Color is integral to the mark.

The service mark is used the advertisements, promotional materials, and in others manners customary in the trade. One (1) specimen, per class, showing the mark as actually used is presented herewith.

Applicant hereby appoints Barbara L. Waite, Janet F. Satterthwaite, Mark B. Harrison and William D. Coston of the law firm of Venable, Baetjer, Howard & Civiletti, L.L.P., 1201 New York Avenue, NW, Suite 1000, Washington, D.C. 20005, members of the Bar of the District of Columbia, to prosecute the application to register the service mark described herein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration.

Wal-Mart Stores, Inc. v. Franklin Loufrani  
Wal-Mart Exhibit No.: 14  
Opps. Nos.: 91/150,278; 91/154,632; and 91/152,145



WM/LOUFNI00001517

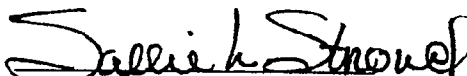
Declaration of the Applicant

I, Sallie L. Stroud, Vice President of the Applicant, declare that I believe that Wal-Mart Stores, Inc. is the owner of the service mark sought to be registered; that to the best of my knowledge and belief no other person, firm, corporation or association has the right to use said mark in commerce, either in identical form or in such near resemblance thereto as may be likely, when applied to the services of such other person, to cause confusion, or to cause mistake, or to deceive; that all statements made herein of my own knowledge are true; that all statements made herein on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this application and any registration resulting therefrom.

Signed at Bentonville, AR, this 26 day of September in the year 2001.

Sen

WAL-MART STORES, INC.



Sallie L. Stroud  
Vice President

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICATION FOR SERVICE MARK REGISTRATION

Mark: Miscellaneous Design  
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Print

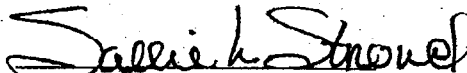
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Signed at Bentonville, AR, this 26 day of September in the year 2001.

Ben

WAL-MART STORES, INC.

  
Sallie L. Stroud  
Vice President

10-03-2001

U.S. Patent & TMOs/TM Mail Rpt Dt #31

**DRAWING PAGE**

Applicant:

Address:

First Use Date:

First use in commerce:

Goods/Services:

Wal-Mart Stores, Inc.

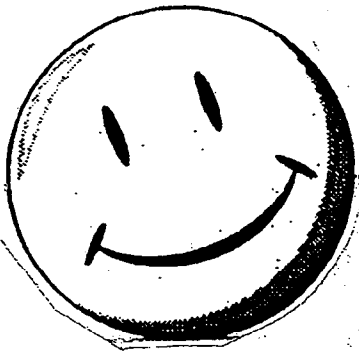
702 SW 8th Street

Bentonville, Arkansas 72716-8095

At least as early as January 31, 1996

At least as early as January 31, 1996

Retail department store services, in International Class 35



PUBLISHED  
03/05/02

#316906

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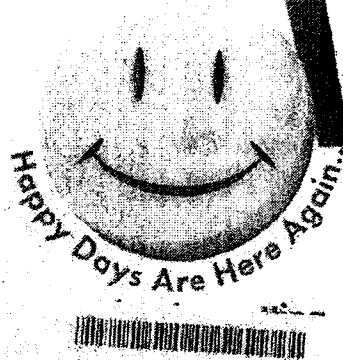


**SPECIMEN OF USE**

Applicant: Wal-Mart Stores, Inc.  
Mark: Miscellaneous Design  
Int. Class: 35  
First Use Date: at least as early as January 31, 1996  
First Use in Commerce:  
at least as early as January 31, 1996

# WAL★MART

Prices Good January 31 - February 6, 1996



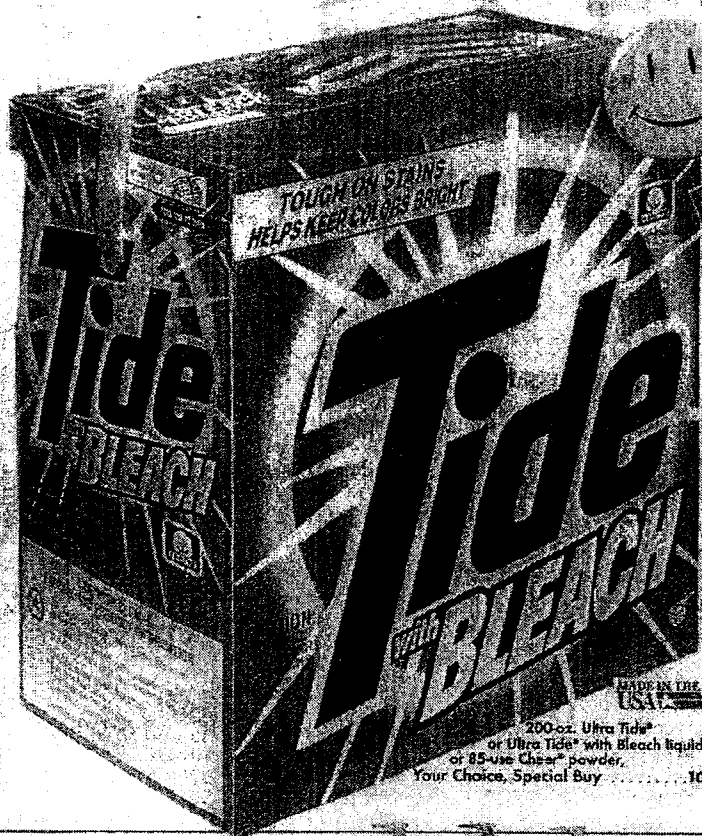
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U.S. Patent & TM Off/TM Mail Rep'dt 13.



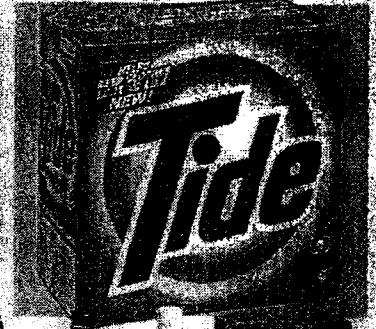
**278**  
Your Choice

**Hershey's Valentine Chocolate Family Packs**  
 • 18.7-oz. Hugs or Hugs with Almonds or  
 • 18-oz. Kisses, Kisses with Almonds,  
 • Miniatures, Reese's® Miniatures or  
 • York® Peppermint Patties  
 • Festive holiday packages



**BETTER EVERY DAY**  
**10.50**  
 Was 13.65

**Ultra Tide® Powder Laundry Detergent**  
 • 85-use regular or 67-use with bleach



200-oz. Ultra Tide®  
 or Ultra Tide® with Bleach liquid,  
 or 85-use Cheer® powder,  
 Your Choice, Special Buy ..... 10.50



**4.97**  
Your Choice

**Mentadent® Value Pack**  
 • 5.2-oz. Tartar Control, Fresh Mint or Cool Mint  
 toothpaste plus 5.2-oz. refill  
 • 20-oz. mouthwash with toothbrush



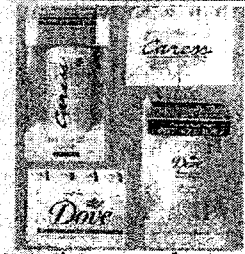
**5.97**  
Your Choice  
 Was 6.97

**Extra Strength Tylenol® Bonus Pack**  
 • Gelcaps or tablets  
 • 125 for the price of 100



**2 for 3.50**  
Your Choice

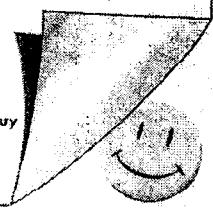
**Salon Selectives® Hair Care**  
 • 22-oz. Shampoo or Conditioner  
 • 10.5-oz. Spritz or Extra-Hold Hair Spray



**2 for \$7**  
Your Choice

**Dove® or Caress® Soap**  
 • Four 4.75-oz. bars of Dove  
 or Caress, Special Buy  
 • 10-oz. Caress Moisturizing Body  
 Wash with Bonus Pouch, Bonus Buy  
 • 10-oz. Dove Moisturizing Body  
 Wash with Bonus Pouch,  
 Bonus Buy, Was 3.87

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 New and Only  
 at Wal-Mart!  
 Look Inside  
 for...  
 our new Maxx® and  
 McBaby® brands plus  
 a sampling of our  
 new line from the  
 Kathie Lee® Collection  
 for spring 1996!



WAL★MART

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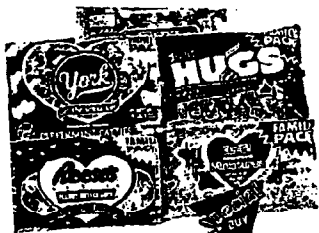
# WAL★MART

Prices Good January 31 - February 6, 1996



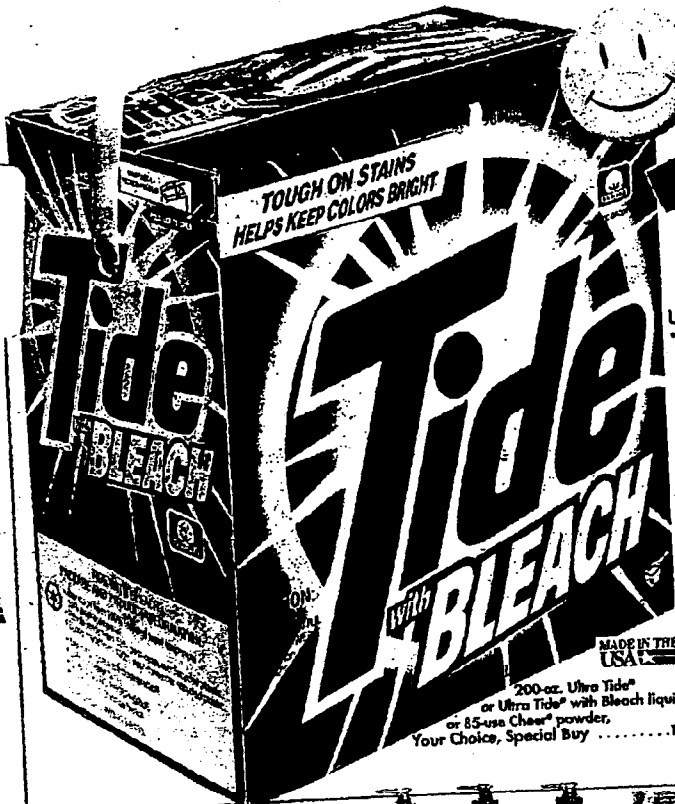
10-03-2001

U.S. Patent & TM Office/TM Mail Report #31



**278**  
Your Choice

**Hershey's® Valentine Chocolate Family Packs**  
• 16.7-oz. Hugs or Hugs with Almonds or  
• 18-oz. Kisses, Kisses with Almonds,  
Miniatures, Reese's® Miniatures or  
York® Peppermint Patties  
• Festive holiday packages

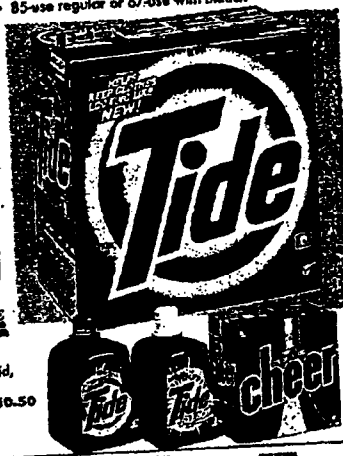


**TOUGH ON STAINS  
HELPS KEEP COLORS BRIGHT**

200-oz. Ultra Tide®  
or Ultra Tide® with Bleach liquid,  
or 85-use Cheer® powder,  
Your Choice, Special Buy ..... 10.50

**BETTER  
EVERY DAY**  
**10.50**  
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**Ultra Tide® Powder Laundry Detergent**  
• 85-use regular or 67-use with bleach



**4.97**  
Your Choice

**Mentadent® Value Pack**  
• 5.2-oz. Tartar Control, FreshMint or CoolMint  
toothpaste plus 3.2-oz. refill  
• 20-oz. mouthwash with toothbrush



**5.97**  
Your Choice  
Was 6.97

**Extra Strength Tylenol® Bonus Pack**  
• Gelcaps or gel tabs  
• 125 for the price of 100



**2 for 3.50**  
Your Choice

**Salon Selectives® Hair Care**  
• 22-oz. Shampoo or Conditioner  
• 10.5-oz. Spritz or Extra-Hold Hair Spray



**2 for \$7**  
Your Choice

**Dove® or Caress® Soap**  
• Four 4.75-oz. bars of Dove  
or Caress, Special Buy  
• 10-oz. Caress Moisturizing Body  
Wash with Bonus Pouch, Bonus Buy  
• 10-oz. Dove Moisturizing Body  
Wash with Bonus Pouch,  
Bonus Buy, Was 3.87

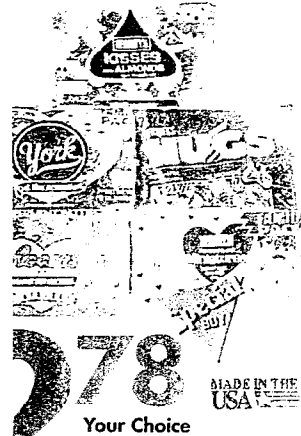
Examining  
New and Only  
at Wal-Mart!  
Look inside  
for  
our new **Wicks®** and  
**McBride®** brands plus  
a sampling of our  
new line from the  
**Kathie Lee®** collection  
for spring 1996!

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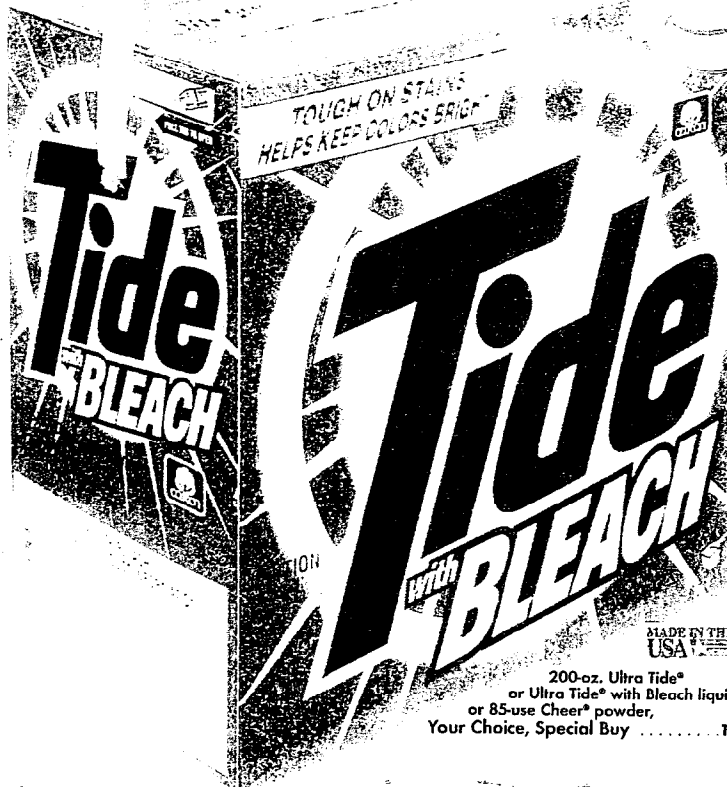
# WAL-MART

Prices Good January 31 - February 6, 1996

and they're getting  
better Every Day —  
just like our prices.

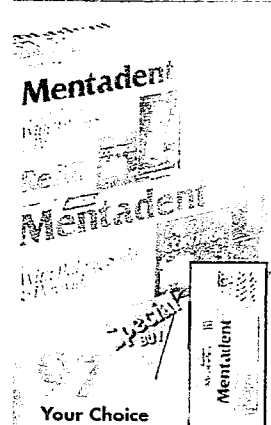
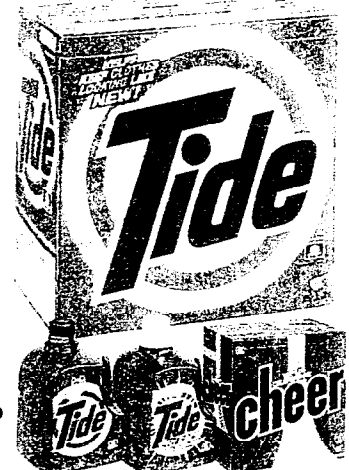


York's®  
Fine Chocolate Family Packs  
10-oz. Hugs or Hugs with Almonds or  
10-oz. Kisses, Kisses with Almonds,  
Kisses, Reese's® Miniatures or  
Peppermint Patties  
in holiday packages



**BETTER  
EVERY DAY**  
**10.50**  
Was 13.68

Ultra Tide® Powder Laundry Detergent  
• 85-use regular or 67-use with bleach



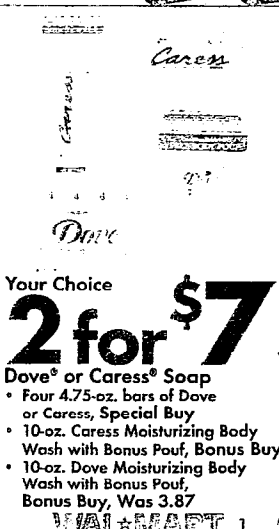
Mentadent® Value Pack  
2. Tartar Control, FreshMint or CoolMint  
paste plus 5.2-oz. refill  
toothbrush with toothbrush



Extra Strength Tylenol® Bonus Pack  
• Gelcaps or gellabs  
• 125 for the price of 100



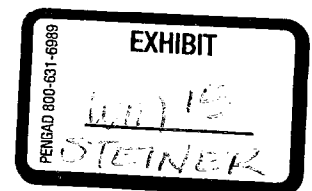
Salon Selectives® Hair Care  
• 22-oz. Shampoo or Conditioner  
• 10.5-oz. Spritz or Extra-Hold Hair Spray



Exciting,  
New and Only  
at Wal-Mart!  
Look Inside  
for ...  
our new McKids® and  
McBaby® Brands plus  
a sampling of our  
new line from the  
Kathie Lee® Collection  
for spring 1996!

TTAB Opp. # 91/150,278  
WM/LOUFNI0000001

Wal-Mart Stores, Inc. v. Franklin Loufrani  
Wal-Mart Exhibit No.: 15  
Opps. Nos.: 91/150,278; 91/154,632; and 91/152,145



and they're getting  
Better Every Day —  
just like our prices.



## Your Choice

Hershey's®

Valentine Chocolate Family Packs

- 16.7-oz. Hugs or Hugs with Almonds or 18-oz. Kisses, Kisses with Almonds Miniatures, Reeses' Miniatures or York Peppermint Patties
- Festive holiday packages

**Ventadem**

10

Wing in

**Mentadent:**

## Your Choice

Men:adent® Value Pack

- 5.2-oz. Tarrar Control, Fresh Mint or Cool Mint toothpaste plus 5.2-oz. refill
- 20-oz. mouthwash with toothbrush

**BONDS**  
1871  
**125 For  
The Price  
Of 100**

EXTRA STRENGTH

Your Choice

Extra Strength Tylenol<sup>®</sup> Bonus Pack

- Gelcaps or gels

MADE IN THE  
U.S.A.

**Your**

Salon Selectives® Hair Care

- 22-oz. Shampoo or Conditioner

MADE IN THE  
USA

Don

## Your Choice

Dove<sup>2</sup> or Caress<sup>3</sup> Soap

- Four 4.75-oz. bars of Dove or Carress, Special Buy
- 10-oz. Carress Moisturizing Body Wash with Bonus Pouch, Bonus Buy
- 10-oz. Dove Moisturizing Body Wash with Bonus Pouch, Bonus Buy, Was 3.87

... was 3.8/

TTAB Opp. # 91/150,278  
WM/LOUEN100000002

our new McKiss' and  
McBee Brands plus  
a sampling of our  
new line from the  
Kathie Lee® Collection  
for spring 1996.

**EVERY DAY**

**29.97**

**Men's Leather Hikers**

**EVERY DAY**

**9.97**

**Children's Athletic Shoes**

**EVERY DAY**

**14.97**

**Men's All-Terrain Canvas High-Tops**

**EVERY DAY**

**19.97**

**Men's Sport Boots**

**EVERY DAY**

**4.83**

**Ladies' Canvas Skimmers**

**EVERY DAY**

**9.97**

**Ladies' Joggers**

**EVERY DAY**

**12.97**

**Big Boys All-Terrain High-Tops**

CAR AT PRESORT  
Bulk Rate  
US Postage  
PAID  
By Wal-Mart  
Stores, Inc.

Wal-Mart Stores, Inc.  
P.O. Box 116  
Bentonville, AR 72716

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OH6-748 Printed By BRD; Newton, NC

Postal Customer  
Local

TTAB Opp. # 91/150,278  
WM/LOUFNI0000003

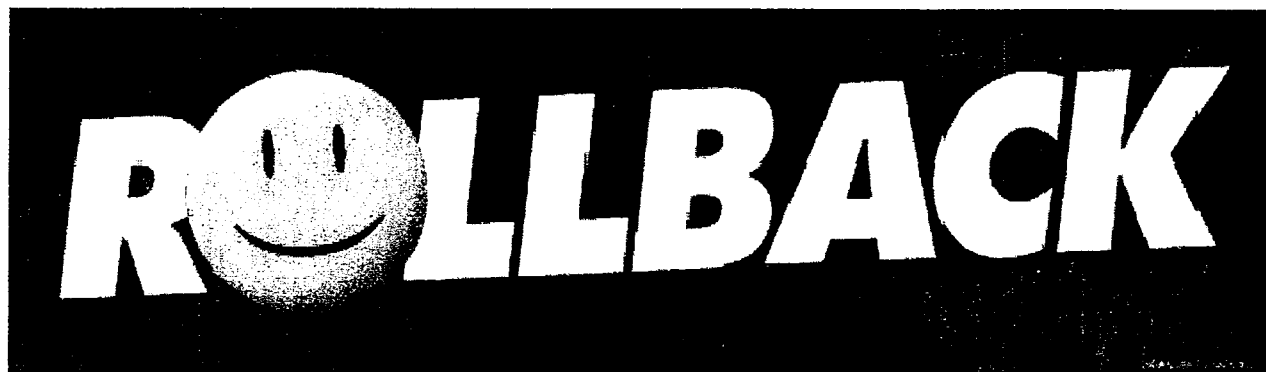
Visit Wal-Mart on the Internet! World Wide Web: <http://www.wal-mart.com>  
Prices good January 31 through February 6, 1996.

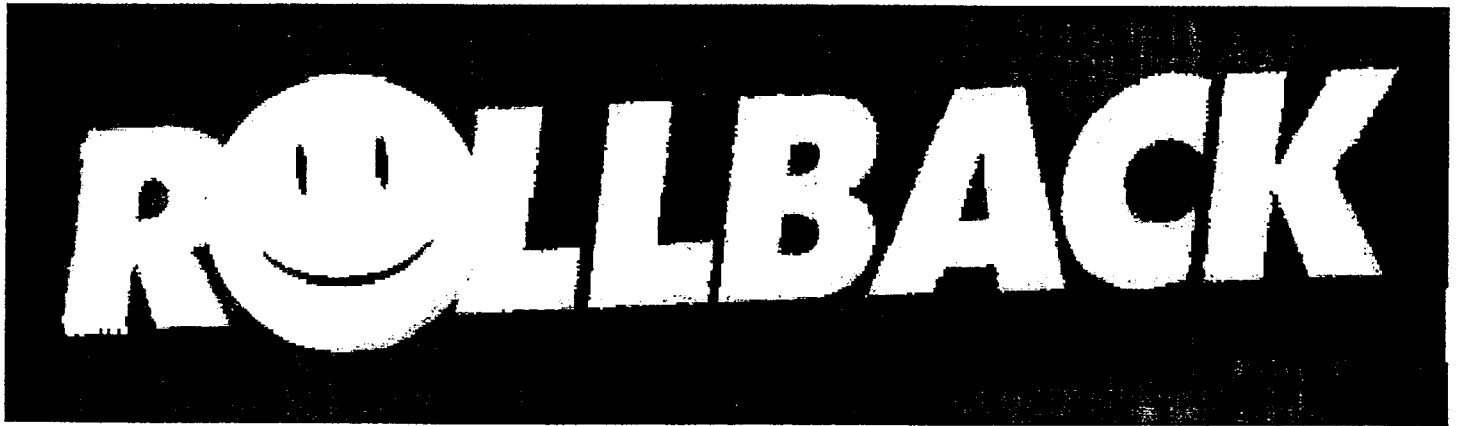


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Containing 100% Post  
Consumer Fiber

QUALITY FOOTWEAR









# WAL-MART

Prices good March 31 through April 6, 1996.

## Earth Day is April 22nd!

Join in the celebration! Find out what our associates and vendor-partners are doing to help keep the earth safe and beautiful. See how you can help by reading our special environmental section and by looking for our earth products throughout this circular!

We want to thank our associates from New Mexico for modeling our great spring fashions!



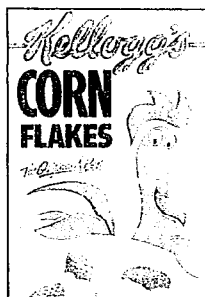
MADE IN THE USA

**12.97**

Semi-Gloss  
Gallon, Every Day

Wal-Mart® ColorPlace®  
Exterior House Paint

Mildew- and chalk-resistant, fade- and blister-resistant. Available in a variety of colors. Manufacturer's 15-year warranty.  
Flat, Gallon, Every Day ..... 9.97  
Satin, Gallon, Every Day ..... 11.97



**2 for \$3**

MADE IN THE USA

Kellogg's® Corn Flakes  
• 18 ounces



Terrance  
Senior Life  
Customer Service  
Manager

Jonathan  
Senior Office  
Associate

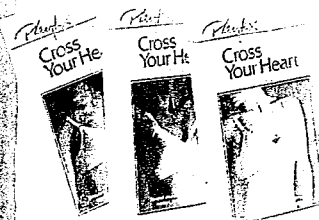
**McKIDS**

Always Quality. Always Fun.™

**7.94**  
Your Choice  
Every Day

Boys' McKids® Tops or Shorts

Mix-and-match separates for several different looks. Short-sleeved, crew-neck tops feature one front embroidered pocket. Assorted solid colors. Pleated shorts are available in various plaids. 100% cotton. Sizes 4-7.



**7.88**  
Each

Playtex® Cross Your Heart Bras  
Choose from selected styles.  
Style Nos. 173, 966, 4770, 4684, 4980.



**2 for \$5**

MADE IN THE USA

Your Choice

Bath Soap Assortment

- 6, 5-oz. bars Dial, Dial Spirit or Irish Spring; 4, 4.5-oz. bars Moisturizing Dial Plus;
- 32-oz. Light or Extra Moisturizing Soft Soap; or 24-oz. Liquid Dial, Special Buy
- 10-oz. Moisturizing Dial Body Wash.

Was 2.97

BETTER  
EVERY DAY



**2 for \$3**

MADE IN THE USA

Was 1.97

Richa  
Fat Free  
• 20.5 oz.

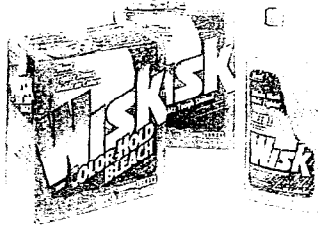
TTAB Opp. # 91/150,278  
WM/LOUFN10000008

MADE IN THE  
USA

Wick 5.00 (P-1)

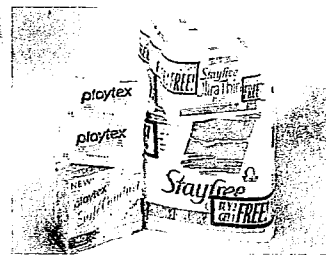
EVERY DAY  
2 for \$9

**Wisk® Laundry Detergent**  
• 42-use Wisk Power Scoop, 33-use Wisk with Color-Hold Bleach or 90-oz. Ultra Wisk Refill



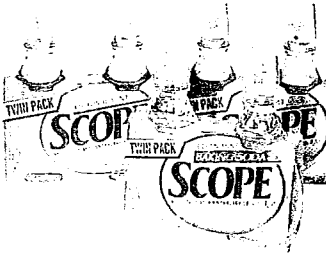
**494** MADE IN THE USA  
Your Choice

**Playtex® or Stayfree® Feminine Products**  
• Playtex tampons twin-pack, Special Buy  
• Stayfree packs include 3 for the price of 2, Bonus Buy  
• Assorted sizes and absorbencies



**\$5** MADE IN THE USA  
Pack

**Scope® Mouthwash Twin-Pack**  
• Original, Peppermint or Baking Soda  
• 2, 36-oz. bottles per pack



**397** MADE IN THE USA  
Each

**Extra Strength Tylenol®**  
• Gelcaps or gellabs  
• 2, 50-cl. bottles for the price of 1



**\$1** MADE IN THE USA  
Your Choice

**Medallion® Tortilla Chips**  
• 10-oz. Restaurant Style White or 14.5-oz. Nacho Cheese, Every Day  
• 8-oz. Low Fat Baked or Reduced Fat White Salsa, Special Buy



Thank You  
for Shopping at  
Wal-Mart



Crystal,  
daughter of  
Elizabeth,  
Night Receiving  
  
Stephanie,  
daughter of Paula,  
Customer  
Receiving  
Manager  
  
Trentina,  
daughter of Opal,  
Service Desk

**Nabisco® Cookies**

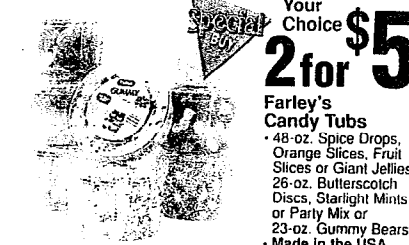
- 20-oz. Original, Reduced Fat or Double Stuf Oreos®
- 12-oz. varieties Fat Free Fruit Newtons
- 11-oz. Apple or Peach Newtons Cobblers



**BETTER EVERY DAY**  
Was 2.77-2.97 Each  
**2 for \$5**

**\$1** MADE IN THE USA  
Your Choice

**Medallion® Tortilla Chips**  
• 10-oz. Restaurant Style White or 14.5-oz. Nacho Cheese, Every Day  
• 8-oz. Low Fat Baked or Reduced Fat White Salsa, Special Buy



**Special**  
Your Choice  
**2 for \$5**

**Farley's Candy Tubs**  
• 48-oz. Spice Drops, Orange Slices, Fruit Slices or Giant Jellies;  
• 26-oz. Butterscotch Discs, Starlight Mints or Party Mix or  
• 23-oz. Gummy Bears  
• Made in the USA



**BETTER EVERY DAY**  
**68¢**

Each Was 72¢  
**Sam's American Choice™**  
2-Liter Soft Drinks  
• Assorted flavors

**Shop at SAM'S Club and Save**

Clip out this special one-day trial membership and shop at any of the over 430 SAM'S Club locations nationwide. See how membership at SAM'S Club can mean paying less for the things you use most in your business or home.



Name: \_\_\_\_\_  
Phone: \_\_\_\_\_

Member #176938074— Exp. 04/30/96  
5% upcharge applies on all purchases when shopping with this One-Day Trial Membership. Cash or Discover Card only (no checks). You may apply for membership, subject to qualifications, while visiting any SAM'S Club.

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P.O. Box 116  
Bentonville, AR 72716

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Prices good March 31 through April 6, 1996.

WAL-MART'S ADVERTISED MERCHANDISE POLICY - It is our firm intention to have every advertised item in stock. Occasionally, however, an advertised item may not be in stock. If this happens, Wal-Mart will issue you a Rain Check (at your request) so you may purchase the item at the advertised price when it becomes available. Or, if comparable price for reduction in price if the item is on sale. We reserve the right to limit quantities to normal retail purchases. Limitations void in New Mexico. 1996 Wal

TTAB Opp. # 91/150,278  
WM/LOUFNI0000009

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Consumer Fiber

# WAL\*MART

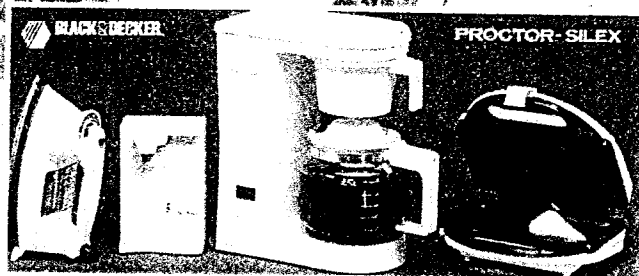
## Happy Mother's Day



Hayley  
and her mother,  
Darla,  
sister of Shelly,  
Sales Associate

**7<sup>94</sup>** Every  
Day  
Ladies' Sleepshirts  
Generous sized sleepshirts.  
Decorated with fun, playful  
graphics for mom. One size fits all.

Great Gifts for . . .



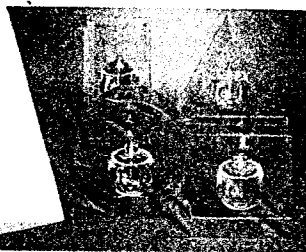
**9<sup>96</sup>**  
Your  
Choice

Black & Decker® Light and Easy Iron  
Steam and dry, No. 73627H. Special Buy.

Proctor-Silex® Can Opener with Knife Sharpener  
White or black. Nos. 75626 T. Every Day.

Proctor-Silex® 12-Cup Automatic Drip Coffeemaker  
No. 4667A. Every Day.

4-Slice Sandwich Maker  
White or black. Nos. TSM245, TSM245S. Special Buy.



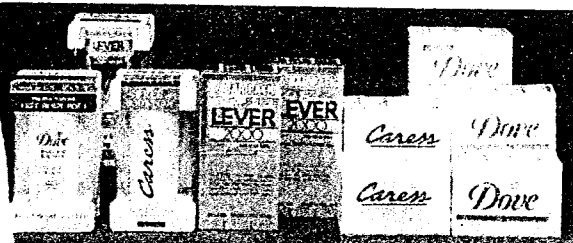
**6<sup>97</sup>**  
Your Choice  
Every Day

Lamplight Oil Candle Assortment  
Choose triangular, round, rectangular or square.  
Lamplight 4-Pack Lamp Oil.  
Special Buy. 2.97



**19<sup>97</sup>**  
Your  
Choice

Assorted Prestige Fragrances  
• Edit trays include 1 3-oz. L'Or.  
1-oz. True Love or White Diamonds  
or 8.5-oz. Passions or Red Door



Your  
Choice  
**2 for \$7**

Bath Soap Assortment  
• 6, 5-oz. bars Lever 2000 or 4, 4.75-oz. bars Dove or Carefree  
Special Buy  
• 12-oz. Lever 2000 or 10-oz.  
Bonus Packs, Bonus Bu  
• 10-oz. Carefree Moisturizing  
Bonus Buy

TTAB Opp. # 91/150,278  
WM/LOUFNI0000010

Prices good May 1-7, 1996



**5<sup>94</sup>**  
BONUS

MADE IN THE USA

**Armor All® Rain Dance**  
Liquid Wax and Spot & Wash  
Bonus Pack

- Easy on and off
- Clear-coat safe
- Long lasting shine
- 16-oz. Rain Dance
- 8-oz. Spot & Wash

**4<sup>97</sup>**  
Every Day

MADE IN THE USA

**Armor All®**  
Paint Plate®  
Paint Protectant

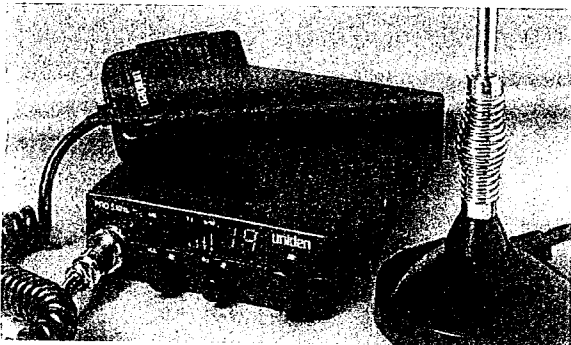
- Streak-free shine
- Easy to use
- Spray on, wipe off
- Safe for all finishes
- 14 ounces

**5<sup>96</sup>**  
BONUS

MADE IN THE USA

**Turtle Wax® 2001 Super Protectant®**  
with Bonus Tire Foam 'n Shine

- 32-oz. protectant for advanced shine and protection of rubber, vinyl and leather
- 21-oz. Foam 'n Shine cleans, shines and protects tires



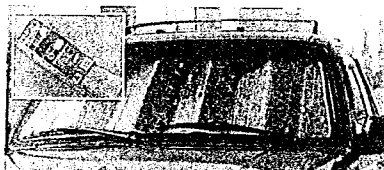
**42<sup>87</sup>**

**Uniden® CB Radio**  
with Antenna  
• 40-channel CB radio  
with microphone  
• Powerful 7-watt output  
• No. PR0510AXL



**5<sup>96</sup>**  
Every Day

**Rubbermaid®**  
5-Gallon Gas Can  
Built-in fuel filter, vent cap.  
UL approved. Made in the USA.



**5<sup>94</sup>**  
Every Day

**Max Reflector Auto Sunshade**

- Protects your vehicle's interior
- Blocks heat build-up and 100% of UV rays
- Double-sided silver reflection
- Double thick, double strong

## Gift of Love

There truly is nothing more touching or miraculous than a group of caring people banding together to come to the aid of someone in desperate need.



Our associates at one store in Anchorage, Alaska, can serve as a testimony to the power of family.

When it was recently discovered the 11-year-old son of Kim, an associate, required open-heart surgery, our family of Alaskan associates wasted little time in raising money.

Many associates began donating large amounts of their pay to help fund Josh's surgery.

Hassan was one associate who contributed his entire paycheck, representing two weeks of work.

"Last year I didn't have enough money to have a Thanksgiving meal for my family," Hassan said. "My Wal-Mart family helped me out then."

"Now this year, I had enough money for my Thanksgiving, and I had enough to help save a life. I'd heard so much about the boy, and I kept thinking. This could be my son."



*"Everyone at Wal-Mart is family to me. I'm here to help my family."*

Hassan

The associates donated their Christmas Party fund to the surgery, and put together several fund-raising drives including an auction, a bake sale, and gift packages for donations.

As it turned out, the surgery was successful surgery and Josh is back in school with no complications. \$12,000 was raised by the associates.

## 4 Great Ways to Save

### Better Every Day ...

It's our ongoing commitment to pass even more savings on to you by making our every day low prices even better whenever we can. Look for the smiley face throughout this ad as well as in your store. You'll smile as you discover prices that get Better Every Day!



### Bonus Buy & Special Buy ...

When you see merchandise tagged Bonus Buy and Special Buy, you'll know you're getting an exceptional value. These added values are our way of saying "Thank you" for saving with us!



A Bonus Buy features an item we carry every day that includes an additional amount of the same product or another product for a limited time.



A Special Buy is an item we carry while supplies last at a very special price.

### Every Day Low Price ...

Because you work hard for every dollar, you deserve our very best price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale, it's our Every Day Low Price. It's a great way to save.



WAL-MART

TTAB Opp. # 91/150,278  
WM/LOUFNI0000011

# Savor the Selection

Your Choice

**BETTER EVERY DAY**  
278  
Bonus Buy  
Was 2.48

Keebler® Cookies or Crackers  
• 24-oz. Chips Deluxe  
• 22-oz. Pecan Sandies  
• 16-oz. Vanilla Wafers  
• Town House Crackers  
Made in the USA

**BETTER EVERY DAY**  
Chips Deluxe  
Vanilla Wafers  
PECAN Sandies  
TOWN HOUSE Crackers

Every Day  
**2 for \$4**  
Sam's American Choice™ Fruit Drinks  
• Assorted cranberry cocktails or grape juices  
• 64 ounces  
Made in the USA



**BETTER EVERY DAY**  
397  
Each Was 4.27  
Planters' Nuts  
• 18.5-oz. mixed nuts or 18.25-oz. cashew halves



**BETTER EVERY DAY**  
697  
4-Pack T-120 Video Tapes  
• For general-purpose recording  
• Up to 6 hours recording time  
• No. 4T120VE/MS



**BETTER EVERY DAY**  
278  
Your Choice  
Kraft® Family-Sized Salad Dressing  
• Assorted varieties as pictured  
• 24 ounces  
• Made in the USA



**BETTER EVERY DAY**  
2 for \$3  
Your Choice  
Was 1.87 Each  
Frito-Lay® Chips  
8-oz. Doritos or Ruffles or 10.5-oz. Fritos  
Assorted flavors

**BETTER EVERY DAY**  
138  
Your Choice  
Was 1.66-1.86  
Deodorant  
• Choose 1.7-oz. Secret or Sure, Wide Solid or 2.25-oz. Old Spice  
• High Endurance  
• Assorted scents  
• Made in the USA

**BETTER EVERY DAY**  
986  
Alcon® Opti-Free® Twin-Pack  
• 2, 12-oz. bottles per pack for a total of 24 ounces  
• Made in the USA

**BETTER EVERY DAY**  
997  
Your Choice  
Cheer® Laundry Detergent  
• Regular formula  
• 85 use powder or 200-oz. liquid  
• Made in the USA

**BETTER EVERY DAY**  
697  
Pack  
Huggies® 3-Pack Baby Wipes  
• Scented or unscented  
• 240 count  
• Made in the USA

**BETTER EVERY DAY**  
1688  
Each  
Jumbo Pack Huggies® Disposable Diapers  
• Styles for boys or girls  
• Step 3, 96 diapers  
• Step 4, 72 diapers  
• Made in the USA

Wal-Mart Stores, Inc.  
P.O. Box 116  
Bentonville, AR 72716

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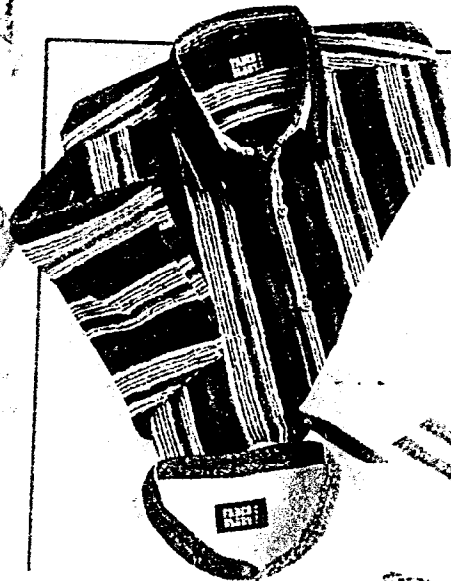
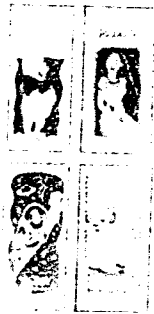
Prices and items available only in the U.S.A.  
Visit Wal-Mart on the Internet! World Wide Web: <http://www.wal-mart.com>

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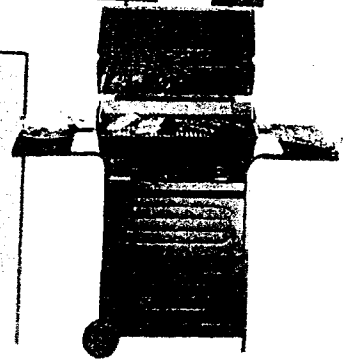
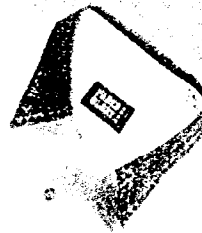
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Containing 70% Post

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WM/LOUFN10000012

# WAL★MART®



Prices good May 29  
through June 4, 1996.



**\$156** Every Day

Char-Broil MasterFlame  
Gas Grill

• 22,000 BTU's  
• 4 burners  
• Made in the USA

Electric Rotisserie  
Every Day **24.96**

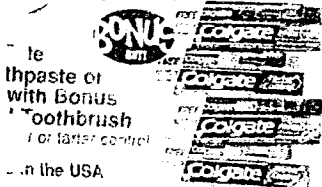
**BETTER EVERY DAY**  
**2 for 8.88**

Your Choice Was 4.96 Each  
100% Cotton  
Novelty Beach Towels  
Choose from 29 x 59-inch, 100% cotton  
Some of today's most popular designs in  
beautiful 29 x 59 inch jacquards



**8¢** Lay's Potato Chips  
• A variety of flavors  
• 6 oz.  
• Made in the USA

**TER DAY 1.75** Your Choice  
Was 2.24



**BETTER EVERY DAY**  
**9.94**  
Your Choice  
Was 13.94

**Men's Sport Shirts**

Great with jeans! Choose spread collar or new band collar styles.  
Cut full for a comfortable fit, 100% cotton. Sizes M-XL.

**Men's Textured Sport Shirts**

Short-sleeved styles in updated textured fabrics.  
Various prints, 100% cotton. Sizes M-XL.

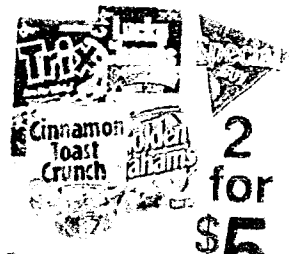
**FADED GLORY**

Save On Something Nice For  
**DAD**

Carlos,  
Support  
Manager



Brad,  
Assistant  
Manager



**2 for \$5**

**Cereal Favorites**

• Cinnamon Toast Crunch  
• Corn Flakes  
• Frosted Flakes  
• Made in the USA



**Jumanji**  
The greatest  
movie  
adventure you  
will ever take!

Available At Wal-Mart's  
Every Day Low Price.

TTAB Opp. # 91/150,278  
WM/LOUFNI0000013

Shop at **WAL★MART** Always!



# Outfitting Dad In Style *Always*



**BETTER EVERY DAY**  
**99¢**  
Each  
Was 11.94

## Men's Rayon Shirts

Contemporary short-sleeved styles feature 1 chest pocket. Prints may vary by store. 100% rayon. Sizes M-XL.

John,  
Assistant  
Manager

Chris,  
Stocker

Bobby,  
Department  
Manager



Sizes 32-42

**15.96**  
Each  
Every Day

## Men's Wrinkle-Resistant Twill Pants

Wrinkle resistant 100% cotton for easy care and natural comfort. Choose plain or pleated front.



Sizes 44-48, Every Day

18.96



## Wal-Mart Leading the Battle Against Child Abduction

Child abduction is more than reality. It is commonplace.

It seems we hear about it every day.

That's why Wal-Mart and the National Center for Missing and Exploited Children (NCMEC) have teamed

up to form "The Missing Children's Network," a program designed to combat this community problem.

Together with vendors and customers, we hope to create a

national effort for the recovery of missing children and the education of children and families in basic safety rules.

This program centers around in-store abduction prevention and display boards featuring photos and information of missing children.

"Missing child photos work!" said Ernie Allen, the President of NCMEC.

"One in seven children featured in our photo distribution program is recovered as a direct result of the photograph. We regularly update the displays, and already missing children are being found.

"Wal-Mart is a positive symbol in hometowns and the ideal vehicle through which we can provide essential child-safety information," Ernie continued.

Code Adam, an emergency system launched by Wal-Mart to respond to reports of lost or missing children

in their stores, was a ground-breaking initiative to promote child safety.

"Clearly, Wal-Mart continues to be ahead of its time and a national industry leader in the protection of our most valuable resource — our children," Ernie said.

"In the upcoming months and years, there will be many more happy endings to report. I want to personally thank Wal-Mart and every single Wal-Mart associate for the role they play in seeing to our children's safety."

See related stories, pages 9, 10, 12 and 26.



Lee, People Greeter, with (from left) Justin, Askear and Oliver, Customers

TTAB Opp. # 91/150,278  
WM/LOUFN10000014

Gifts for Dad at **WAL-MART** *Always*



True Values *Always*

**9<sup>94</sup>**  
Your Choice  
Sizes 32-42  
Every Day



### Men's Putter Shorts

Back-elastic waist for an easy fit. Features 2 oversized back pockets with button-through flaps. Choose plain- or pleated front styles. Easy care fabric is lightly sanded for a broken-in softness. Polyester/cotton. Colors vary by store.

Men's Putter Shorts,  
Sizes 44-48, Every Day ..... 11.94

### Men's Puritan<sup>®</sup> Walk Shorts

Dress up or down with this comfortable classic. Detailed with front pleats. Styles vary by store. Easy care Polyester/cotton.



*Thank you,*  
Central Oklahoma  
Associates who modeled  
our summer apparel.  
*Have a great  
summer!*

### Great ways to save ...

#### Every Day Low Price ...

Because you work hard for every dollar, you deserve our very best price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale, it's our Every Day Low Price. It's a great way to save.

#### Better Every Day ...

It's our ongoing commitment to pass even more savings on to you by making our Every Day Low Prices even better whenever we can. Look for the smiley face throughout this ad as well as in your store. You'll smile as you discover prices that get Better Every Day!

#### Bonus Buy & Special Buy ...

When you see merchandise flagged Bonus Buy and Special Buy, you'll know you're getting an exceptional value. These added values are our way of saying "Thank you for saving with us!"

A Bonus Buy features an item we carry every day that includes an additional amount of the same product or another product for a limited time.

A Special Buy is an item we carry while supplies last, at a very special price.

TTAB Opp. # 91/150,278  
WM/LOUFN10000015

Wayne,  
Sales  
Associate

David,  
Department  
Manager

David,  
Department  
Manager

Wayne,  
Sales  
Associate

**11<sup>94</sup>** Your Choice  
Sizes M-XL  
Every Day

### Men's Knit Shirts

Styles by Faded Glory, Puritan, Special Edition and Chip Beck. Fashion styles in updated colors. Easy care fabrics. Assortment may vary by store.

Sizes 2XL-3XL,  
Every Day ..... 14.94

**13<sup>94</sup>** Each  
Sizes 32-42  
Every Day

### Men's Casual Pants

Pleated or plain front with side-elastic waist for a comfortable fit. Features 2 oversized back pockets with button-through flaps. Fabric has a soft broken-in feel. Various colors.



Sizes 44-48,  
Every Day ..... 16.94

Men's Fashions at **WAL-MART** *Always*

# Father's Day Gift Ideas *Always*



**BETTER EVERY DAY**

Tim,  
Stocker



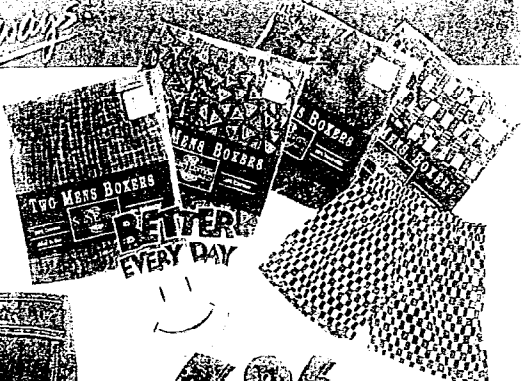
Each  
Sizes 32-42  
Was 19.84

**Men's Stretch Jeans**

Comfortable flex-fit waistband. Easy-care stretch fabric.  
Assortment may vary by store.

Sizes 44-50 Was 22.84 ... 18.96

**Wrangler**  
BRAND

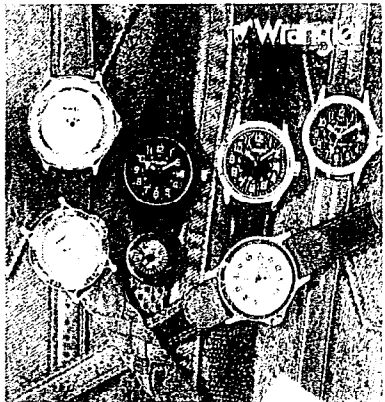


**6.96**

Pack  
Was 7.96

**Men's Select Edition  
2-Pack Boxers**

Your choice of great looking prints or  
tartan plaids. Sizes S-XL.  
Made in the USA.

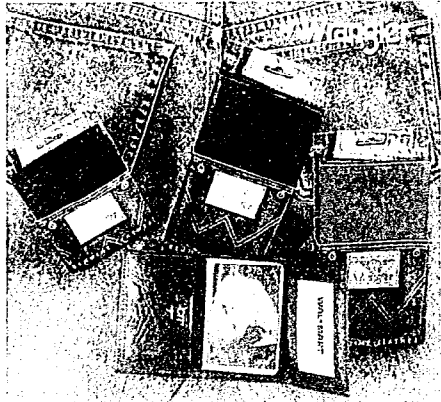


**18.86**

Your Choice  
Every Day

**Men's Watches**

A great selection of name brand styles with features  
including calendars, luminescent hands and nylon,  
leather or polyurethane bands.

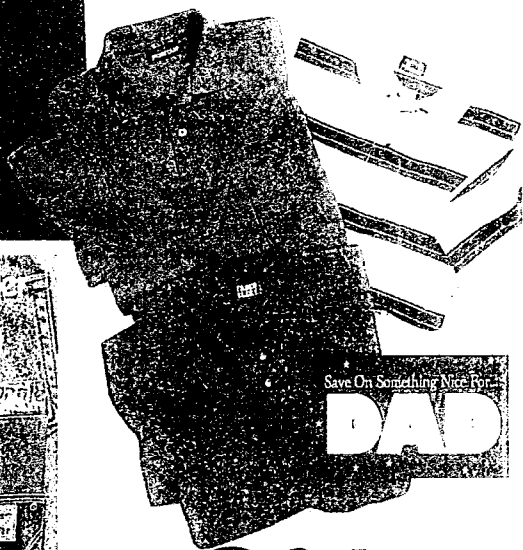


**14.97**

Your Choice  
Every Day

**Men's Wallets**

Choose from an assortment of Wrangler styles by  
Amity that make a perfect gift for Dad.  
Made in the USA.



Save On Something Nice For...  
**DAD**

**8.94**

Your Choice  
Sizes M-XL  
Every Day

**Men's Knit Shirts**

A wonderful selection by Purlan and Faded Glory including  
crew-neck, henley, polo and plaid styles. Choose from stripes  
and solids in easy care fabrics. Assortment may vary by store.

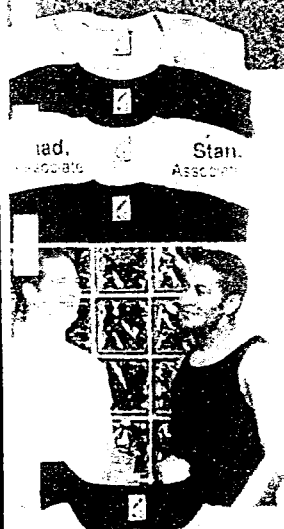


Sizes 2XL-3XL Form 1 Day **10.94**

Gifts for Dad at **WAL-MART** *Always*

TTAB Opp. # 91/150,278  
WM/LOUFN10000016

# Dad's No. 1 at Wal-Mart *Always*



**6.93**  
Each  
Every Day

## Men's Swimwear

Choose from solid colors or playful patterns. Features a swim trunks waistband with drawstring for a built-in drawstring and 2 convenient side pockets. Sizes S-XL.



**JERZEES**  
American Active Wear

Your Choice

**4.93**  
Each  
Every Day

Jerzees® Men's Muscle Shirts  
Jerzees® Men's Tank Shirts  
Jerzees® Men's V-Neck Shirts  
Jerzees® Men's Polo Shirts  
Jerzees® Men's Button-Down Shirts  
Jerzees® Men's Dress Shirts  
Jerzees® Men's Suits  
Jerzees® Men's Jeans  
Jerzees® Men's Shorts  
Jerzees® Men's Socks  
Jerzees® Men's Underwear  
Jerzees® Men's Sleepwear  
Jerzees® Men's Activewear  
Jerzees® Men's Outerwear  
Jerzees® Men's Accessories  
Jerzees® Men's Footwear  
Jerzees® Men's Bags  
Jerzees® Men's Hats  
Jerzees® Men's Scarves  
Jerzees® Men's Gloves  
Jerzees® Men's Suspenders  
Jerzees® Men's Belts  
Jerzees® Men's Ties  
Jerzees® Men's Cuffs  
Jerzees® Men's Collars  
Jerzees® Men's Buttons  
Jerzees® Men's Zippers  
Jerzees® Men's Pockets  
Jerzees® Men's Seams  
Jerzees® Men's Threads  
Jerzees® Men's Labels  
Jerzees® Men's Tags  
Jerzees® Men's Care Labels  
Jerzees® Men's Care Tags  
Jerzees® Men's Care Instructions  
Jerzees® Men's Care Warnings  
Jerzees® Men's Care Symbols  
Jerzees® Men's Care Icons  
Jerzees® Men's Care Text  
Jerzees® Men's Care Graphics  
Jerzees® Men's Care Audio  
Jerzees® Men's Care Video  
Jerzees® Men's Care Apps  
Jerzees® Men's Care Games  
Jerzees® Men's Care Tools  
Jerzees® Men's Care Services  
Jerzees® Men's Care Products  
Jerzees® Men's Care Solutions  
Jerzees® Men's Care Support  
Jerzees® Men's Care Feedback  
Jerzees® Men's Care Reviews  
Jerzees® Men's Care Ratings  
Jerzees® Men's Care Awards  
Jerzees® Men's Care Certifications  
Jerzees® Men's Care Accreditations  
Jerzees® Men's Care Registrations  
Jerzees® Men's Care Licenses  
Jerzees® Men's Care Permits  
Jerzees® Men's Care Licenses  
Jerzees® Men's Care Permits  
Jerzees® Men's Care Licenses  
Jerzees® Men's Care Permits

**7.94**  
Each  
Every Day

## Men's Nylon Shorts

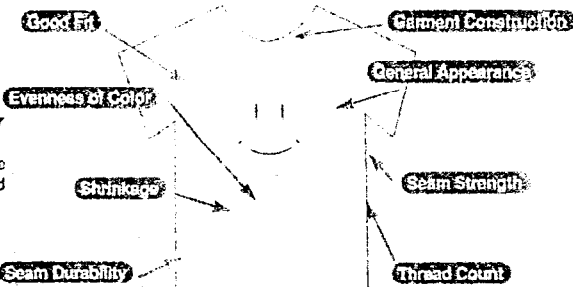
Lightweight, soft and comfortable. Features a drawstring waist and a convenient side pocket. Sizes S-XL.

**ATHLETIC**  
WORKS

## Quality Through and Through

To ensure the quality of our merchandise, Wal-Mart has teamed with Consumer Testing Laboratories, an independent commercial testing group. Consumer Testing Laboratories tests approximately 35,000 Wal-Mart items annually for quality.

Garment items are tested for fit, durability in use, washing, colorfastness, stitching quality, and workmanship and appearance. So, know your next Wal-Mart T-shirt, jeans or other apparel item has been tested for maximum quality.



**5.93**  
Each  
Every Day

## Men's Novelty Print T-Shirts

Just for Dad! 100% cotton. Prints may vary by store. Made in the USA.

Size 2X

TTAB Opp. # 91/150,278  
WM/LOUFNI0000017

Men's Fashion at Wal-Mart

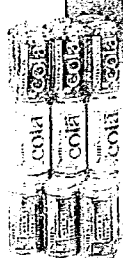
# Everything You Need Always

**BETTER EVERY DAY**

**WAS 2.27 EACH**

**Nabisco® Snack Crackers**

- 8-oz. Chicken in a Biskit
- 10-oz. Wheat Thins
- Reduced Fat varieties of 6.75-oz. Better Cheddars, 0.5-oz. Triscuit, or 0.5-oz. Wheat Thins
- Made in the USA



**118 Pack Every Day**

**Sam's American Choice™ 6-Pack Soft Drinks**

- Assorted flavors
- Some states may charge a deposit fee
- Made in the USA

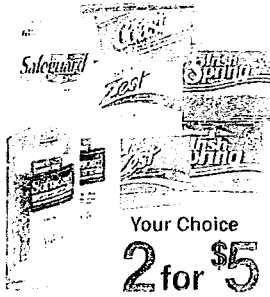


**Your Choice Every Day**

**5.97**

**Melatonin**

- 60-ct. 3-mg. strength, regular
- 120-ct. 1-mg. strength, regular or sublingual
- Made in the USA



**Your Choice 2 for \$5**

**Assorted Soaps**

- 6.5-oz. bars Coast Blue, Safeguard® Beige Zest Regular or Whitewater, or Irish Spring Original or Waterfall Blue. **Special Buy**
- 32-oz. Light or Extra Moisturizing Antibacterial Softsoap. **Special Buy**
- Softsoap® starter kit with body sponge and 6-oz body wash. **Was 2.67 Each**

**BETTER EVERY DAY**

**WAS 1.78 EACH**

**Famous Amos® Cookies**

- Chocolate Chip
- Oatmeal Raisin or Chocolate Chip Pecan
- 12 oz.
- Made in the USA



**BONUS 3.47**

**Your Choice**

**Ajax Ultra® Laundry Detergent**

- Regular or with bleach
- 122-oz. powder or 125-oz. liquid
- Made in the USA



**BETTER EVERY DAY**

**WAS 2.78**

**Your Choice**

**Vidal Sassoon® Hair Care**

- Shampoo conditioner, hair spray, styling gel or mousse
- 7.1-13 oz. (size varies by item)
- Made in the USA

**SPECIAL BUY**

**2 for \$5**

**Hi-C® Fruit Drink**

- Ecto Cooler, Grape, Fruit Punch, Orange or Boppin' Berry
- 1 gal.
- Made in the USA



**BETTER EVERY DAY**

**97¢**

**Your Choice Was 1.38**

**Bonus-Sized Twizzlers®**

- 15.4-oz. Pull-n-Peel in peach, grape, wild berry or cherry
- 17.6-oz. strawberry twists or cherry bites
- Made in the USA



**BONUS 7.97**

**Special Kitty® Gourmet Cat Food**

- 100% complete and balanced for all life stages
- 25 lbs. for the price of 20
- Made in the USA

Wal-Mart Stores, Inc.  
P.O. Box 116  
Bentonville, AR 72716

CAR. RT. PRESORTED  
Bulk Rate  
U.S. Postage  
PAID  
By Wal-Mart  
Stores, Inc.

ALEXANDRIA • 5800 Kingstowne Blvd. •

VA1-52B Printed by RPD, Newton, NC

Postal Customer  
Local

TTAB Opp. # 91/150,278  
WM/LOUFN10000018

Visit Wal-Mart on the Internet! World Wide Web: <http://www.wal-mart.com>

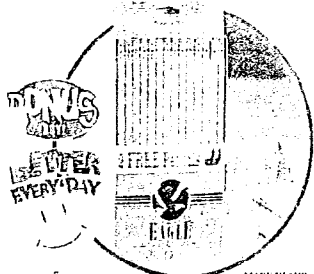
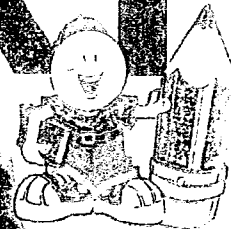
Prices good May 29 through June 4, 1996. Prices and items available only in the U.S.A.

Printed in the USA on Recycled Paper Containing 70% Post Consumer Fiber

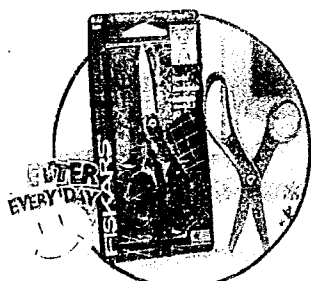
WAL-MART'S ADVERTISED MERCHANDISE POLICY: It is our intention to have every advertised item in stock. Occasionally, however, an advertised item may not be available for purchase due to unforeseen circumstances. If this happens, Wal-Mart will issue you a Rain Check (at your request) so you may purchase the item at the advertised price when it becomes available. Or, if you prefer, we will sell you a similar item at a comparable price (or reduction in price if the item is on sale). We reserve the right to limit quantities to normal retail purchases. Limitations void in New Mexico. ©1996 Wal-Mart Stores, Inc. printed in the USA

Thanks for shopping for Dad at WAL-MART Always

# WAL★MART®



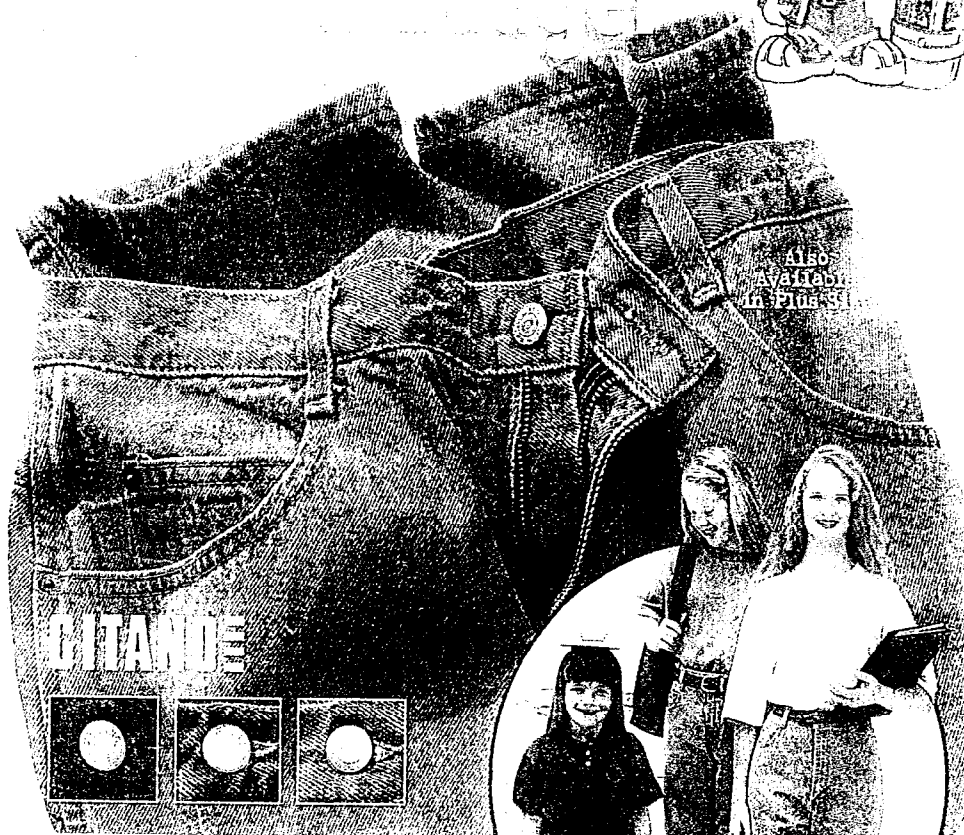
**\$1** for 14-Pack No. 2 Yellow Pencils  
 • 12-ct. plus 2 bonus pencils make 14 per pack  
 is 76c Each Pack



**\$3** for Fiskars® For Kids Scissors  
 • Choose blunt or pointed tip  
 • For left- or right-handed use  
 • Nos. 9416, 9430  
 is 1.88 ch



**\$5** for 2 Post Cereals  
 • 13-oz. Fruity or Cocoa Pebbles  
 • 13-oz. Honey-Comb or 18-oz. Golden Crisp



Also Available in Plus Size

**BETTER EVERY DAY**  
**10.92**

## Ladies' 5-Pocket Jeans

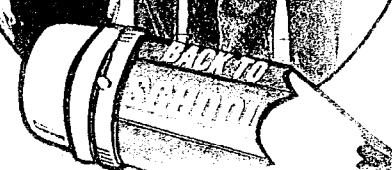
Black, vintage wash or stonewash. Washes and sizes may vary by store.  
 100% cotton. Sizes 6-18 Petite or Average, 8-18 Tall.  
 Ladies' Sizes 18W-26W, Was 15.94  
 Girls' Sizes 4-16, Assorted fabric washes, Was 10.96

12.94  
 9.96

(Left to right) Danielli  
 Shelley and Amanda,

TTAB Opp. # 91/150,278  
 WM/LOUFN10000019

1  
 pager  
 jet



4 Great Ways  
to Save



### Every Day Low Price ...

Because you work hard for every dollar, you deserve our very low price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale. It's our Every Day Low Price. It's a great way to save.

### Better Every Day ...

**BETTER  
EVERY DAY**

It's our ongoing commitment to pass even more savings on to you by making our Every Day Low Prices even better whenever we can. Look for the smiley face throughout this ad as well as in your store. You'll smile as you discover prices that get Better Every Day!

### Bonus Buy & Special Buy ...

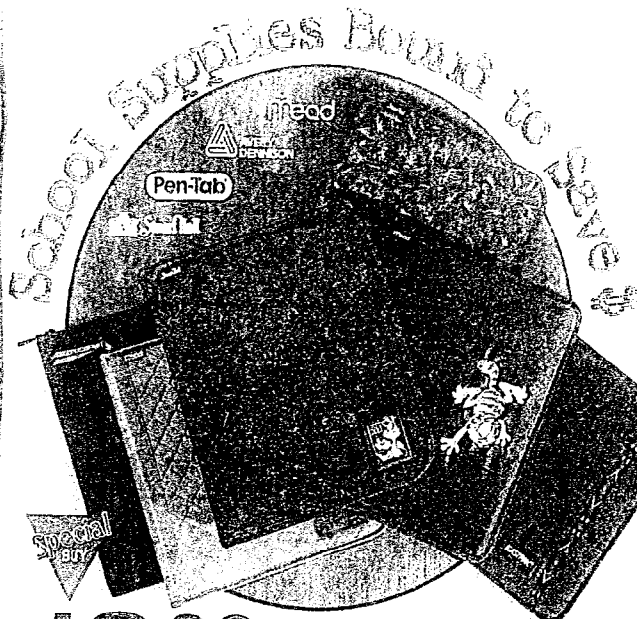
When you see merchandise flagged Bonus Buy and Special Buy, you'll know you're getting an exceptional value. These added values are our way of saying "Thank you for saving with us!"

**BONUS** A Bonus Buy features an item we carry every day with an additional amount of the same product or another product for a limited time.

A Special Buy is an item we carry while supplies last at a very special price.



**WAL-MART**

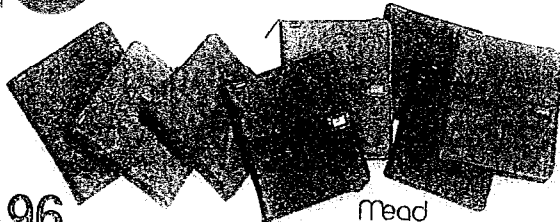


**13.88**  
Your Choice

### Assorted School Binders

• Heavy-duty construction  
• Choose from a wide variety of fun school patterns  
• Nos. 94412, 26022, 29219, 29357, 29233  
• Looney Tunes Zipper Binder, No. 68200.  
Every Day

13.88

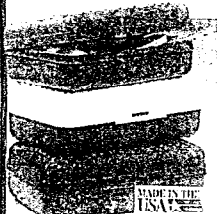


**9.96**  
Your Choice  
Every Day

### Five Star® First Gear Binders

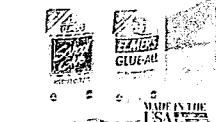
• Durable, light-weight nylon  
• 1" inch rings  
• Handy features  
• Assorted colors and styles  
• Nos. 29614, 29058

36



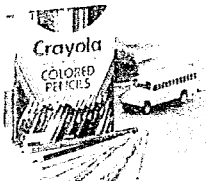
**97¢** Each  
Was 1.17

**Spacemaker Box**  
• Various colors  
• Durable construction



**48¢** Your Choice  
Was 78¢

**Elmer's®  
4-Oz. School Glue  
or Glue-All**  
• Safe, non-toxic



**39¢** Was 4.97

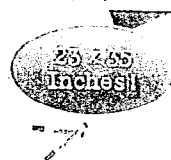
**36 Colored Pencils**  
• Pre sharpened  
• No. 68 4036



**12.97**  
Your Choice

### Cambridge Day Planners

• Personal size  
• Zipper or snap closure  
• Zipper Planners,  
No. 47122, Was 16.97  
• Snap Planners,  
No. 47104  
Every Day ... 12.97



### A. Cork Board

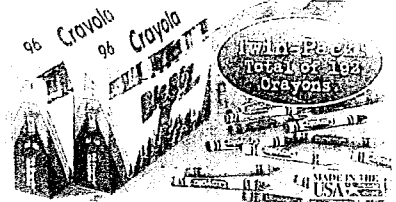
• Superior fine-grain cork

### B. Dry Erase Board

• Erases like magic

Includes hardware  
for easy mounting.

**6.96**  
Your Choice  
Was 7.96



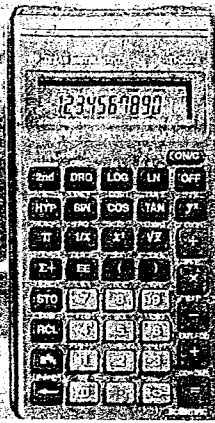
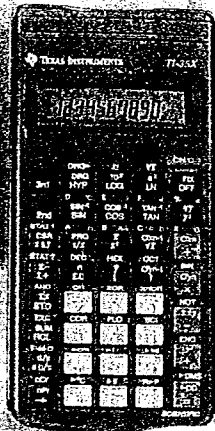
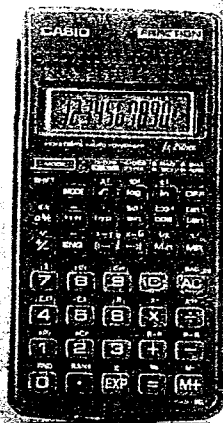
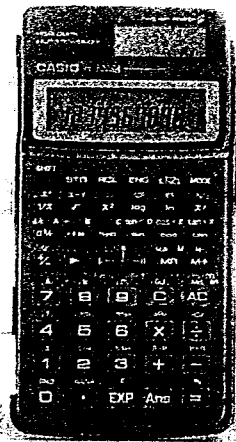
**\$5**

**Twin-Pack 96 Big Box  
Crayola Crayons**  
• Bright, vivid colors

TTAB Opp. # 91/150,278  
WM/LOUPNI0000020

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**1483** CASIO  
Every Day

**K-300 Scientific Calculator**  
Features visually perfect algebraic method, fraction functions, standard deviations and regression analysis. FX3001IW.

**1293** CASIO  
Every Day

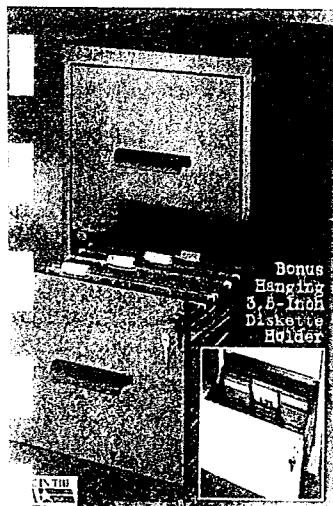
**FX-250 Scientific Calculator**  
Features fraction functions, standard deviations, permutation and combinations. No FX250HAS-W.

**1787**   
Every Day

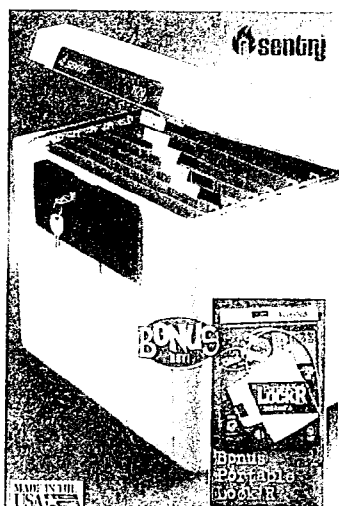
**Texas Instruments® 35X Scientific Calculator**  
For advanced algebra, trigonometry, chemistry, computer science and statistics. 1 and 2 variable statistics include results for linear regression. 3 memories, 10 English metric conversions and 8 physical constants. Battery powered. Slide case included. No TI 35X.

**1293**   
Every Day

**Texas Instruments® 30X Scientific Calculator**  
A solid solution for general math, algebra, trigonometry and statistics. Handles fractions entered in traditional numerator denominator form. Performs trig functions, logarithms, roots, powers, reciprocals and factorials. Battery powered. Slide case included. No. TI30X.



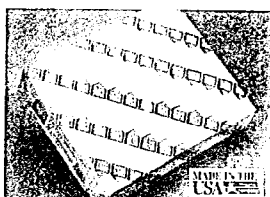
**2996**  
**Drawer Eurofile**  
4 side drawers, no file frames required. Quadra-roll drawer system. Easier drawer movement. File folders sold separately.



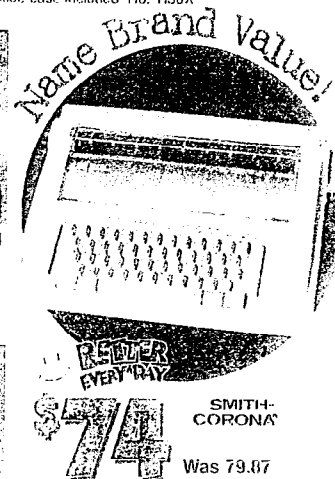
**4456** **Security File with Bonus**  
• 6 hanging file folders included  
• 4-hour T.L. rated up to 1550 lb.  
• Inside dimensions: 12" W x 10" H x 8" D  
• No. 4170-7300



**197** Your Choice **Mead**  
Every Day  
**Ultra Ink Jet or Laser Paper**  
• Extra bright white  
• 150 sheets, 8 1/2 x 11 inch letter size



**2976** Was 2.93  
**Home Office Pros® Paper**  
• Use for copiers, ink jet/laser printers or plain paper fax machines  
• 500 sheets, 8 1/2 x 11 inch letter size



**74** Was 79.07  
**Memory Correct 600**  
• Full-line memory feature  
• Flight ribbon system, snap-in cassettes  
• 3 pitch settings, 10, 12 and 15  
• Wordsearch, bold and decimal tab features  
• No. 06300  
Stock up! **TTAB Opp. # 91/150,278**  
and correct **WM/LOUFN10000021**  
Every Day

**WALMART**



**97¢** Each, Every Day

In your Wal-Mart Automotive Department, we can cut keys for your home or auto! Single- or double-sided keys.

**Picture This!**



**262** Every Day

12 Exposures Single Prints

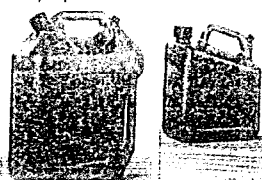
4 x 6-inch Premium Prints from 35mm Color Print Film

Advanced Photo System Processing now available.

**1688** Your Choice  
Jumbo Pack Pampers® Diapers  
• Size 2, 108 ct. • Size 4, 72 ct.  
• Size 3, 96 ct. • Size 5, 66 ct.

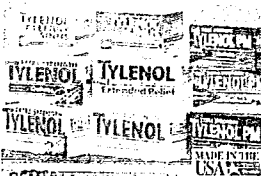


**\$3** Your Choice  
Bic® Disposable Shavers Super Saver Pack  
• Bic Regular, Sensitive or Silky Touch  
• 30 per pack



**996** BONUS  
Rubbermaid® 6-Gallon Gas Can with Bonus 2-Gallon Gas Can  
• Built-in fuel filter to screen out impurities  
• Flexible spout for easy pouring  
• Bonus 2 gallon Mixmaster® is convenient for mixing fuel and oil

**2 for \$9** Was 5.20-5.65 Each  
25.4-oz. Head & Shoulders®, Pert® Plus or Pantene® Pro-V



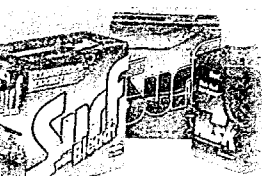
**5** Your Choice  
Was 6.24-6.97  
Tylenol®  
• 100 ct. Extra Strength, 50-ct. PM or 60-ct. Allergy-Sinus formulas



**487** Each Every Day  
Glad® Trash Bags Family Twin Pack  
• 13-gal., 90-ct. • 30-gal., 50 ct.  
• 30-gal., 36-ct. • 39-gal., 30 ct.  
Twin Pack Handle Tie  
• 13-gal., 60-ct. • 30-gal., 40-ct.  
Twin Drawstring  
• 13-gal., 56-ct. • 30-gal., 36-ct.



**487** BONUS  
Pro-V Mascara Bonus Pack  
• Special pack with Great Line® eyeliner



**997** Your Choice  
Laundry Detergent  
• 200-oz. Ultra Wisk® Liquid or 67-use Ultra Surf® with Bleach, Special Buy; 35-use Surf® Was 11.60



**2 for \$7** Your Choice  
Bath Soap Assortment  
• 4, 4.75-oz. bars Dove® or Caress® or 6, 5-oz. bars Lever 2000®  
Special Buy  
• 10-oz. Dove® or 12-oz. Lever 2000® Moisturizing Body Wash Bonus Packs, Bonus Buy, Was 3.87 Each  
• 10-oz. Caress® Moisturizing Body Wash Bonus Pack, Bonus Buy

Wal-Mart Stores, Inc.  
P.O. Box 116  
Bentonville, AR 72716



ALEXANDRIA • 5800 Kingstowne Blvd. •  
VA1-44B Printed by RRD; Newton, NC



36-70  
Visit Wal-Mart on the Internet! World Wide Web: <http://www.wal-mart.com>  
Prices good July 28 through August 3, 1996. Prices and items available only in the USA

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TTAB Opp. # 91/150,278  
WM/LOUFN10000022

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# WALMART

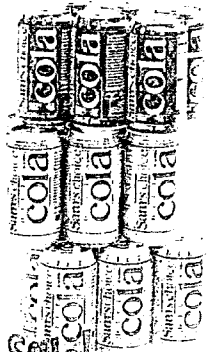
Celebrating 34 Years of Savings!

Prices good September 29 - October 5, 1996

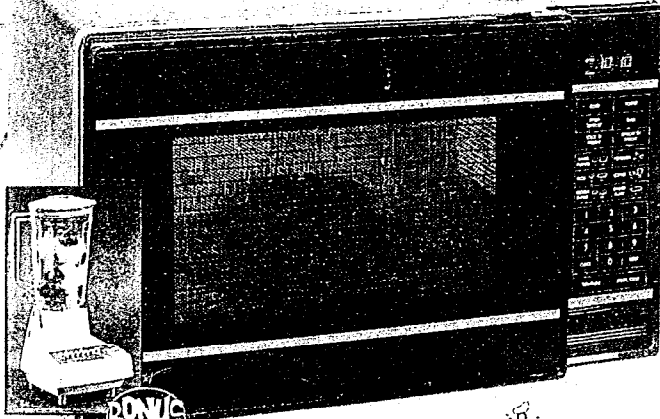


**Sale!**  
**4.44**  
Reg. 5.47

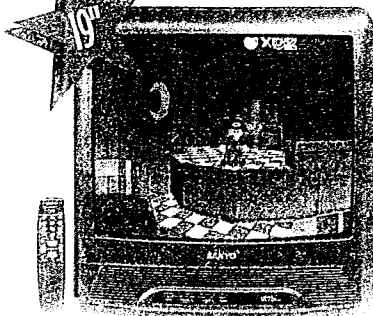
**Prestone®**  
**Advanced Formula**  
**Antifreeze/Coolant**  
Patented dual-action formula  
Protects against freeze-up, boil-over  
1-gal. container



**Sale!**  
**97¢**  
Each Pack  
**Sam's American Choice™**  
5-Pack Soft Drinks  
Assorted flavors  
Plus deposit where applicable

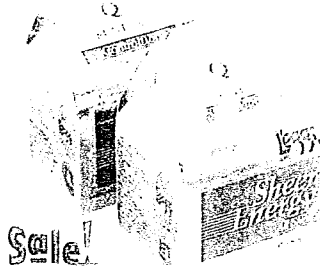


**\$119** **Magic Chef® Microwave Oven**  
.8 cubic feet and 900 watts of cooking power. Exclusive Cook by Pictures™ and recessed turntable with stirrer for better cooking. Includes cook and defrost by weight function and popcorn button. Bonus Hamilton Beach 7-Speed Blender is a \$14.96 value. No. M85KB



**Sale!**  
**169.64** Reg. 179.64  
**Sanyo® 19-Inch Color TV with Remote**  
Features 181-channel cable compatible tuner, on-screen display, tri-lingual menu system, channel recall and sleep timer. No. DS19630/630.

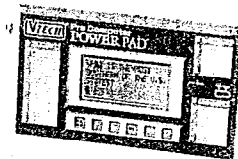
**SANYO**



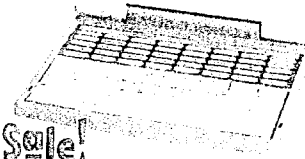
**Sale!**  
**1.97**  
Each, Reg. 3.17-3.87

**L'eggs® Panty Hose**  
Choose Reliance Control Top (Sizes A,B,C,D), Sheer Energy Regular or Control Top (Sizes A,B,C), or Silken Mist Control Top (Sizes A,B,C). Sizes and colors vary by store.

Check Out Wal-Mart's  
**ROLLCOPS**



**V-TECH®**



**Sale!**  
**76.97** Reg. 86.97  
**V-Tech® Pre Computer Power Pad™**  
Features 35 activities including spelling, vocabulary and math. Also includes an 80,000-word spell check. Ages 9 and up. No. 80-1913.

the **BIRTHDAY**

TTAB Opp. # 91/150,278  
WM/LOUFN10000023

# Sporting Great Looks

**Sale!**  
Reg. 16.94  
**12.94**  
Each Set

Boys' Athletic Works Windsuits  
1-piece set with jacket and pants. 100% nylon with jersey lining. Sizes 8-16



Matthew, Customer

random, Customer

**Sale!**  
Reg. 15.94  
**11.94**  
Each Set

Boys' Athletic Works Windsuits  
2 piece set with jacket and pants. 100% nylon with jersey lining. Sizes 4-7



Henry, Customer

Reg. 9.94  
**7.44**  
Each

Boys' Athletic Works Long-Sleeved Knit Tops  
Choose from crew and v-neck styles. Some with mesh trim. Sizes S-XL. Pants sold separately.



**Sale!**  
**7.44**  
Your Choice, Reg. 8.94-10.94

Boys' FTNY Long-Sleeved Hockey-Style Knit Top or Twill Pull-On Pants  
Tops in crew or v-neck styles with screenprints. 60% cotton/40% polyester. Pants with drawstring and elastic cuffs. 100% cotton. Both in sizes 4-7.



**Sale!**  
**7.96**  
Each

Boys' Rustler Relaxed Fit Jeans  
Made of 100% cotton denim. Stonewashed indigo or overdyed black. Sizes 4-7 Reg./Slim. Reg. 10.84

Sizes 8-16 Reg./Slim or 8-18 Husky, Sale, Reg. 12.84-14.84. 9.96  
Shirts sold separately

RUSTLER



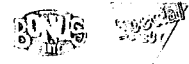
## Every Day Low Price ...

Because you work hard for every dollar, you deserve our very best price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale, it's our Every Day Low Price. It's a great way to save.



## Better Every Day ...

It's our ongoing commitment to pass even more savings on to you by making our Every Day Low Prices even better whenever we can. Look for the smiley face throughout this ad as well as in your store. You'll smile as you discover prices that get Better Every Day!



## Bonus Buy & Special Buy ...

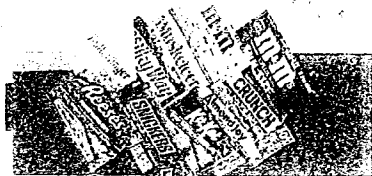
When you see merchandise flagged Bonus Buy and Special Buy, you'll know you're getting an exceptional value. These added values are our way of saying "Thank you for saving with us!"

A Bonus Buy features an item we carry every day that includes an additional amount of the same product or another product for a limited time.

A Special Buy is an item we carry while supplies last, at a very special price.

TTAB Opp. # 91/150,278  
WM/LOUFNI0000024

# Low-Priced Treats!



**188 Sale**

Your Choice  
Candy Selection

Assorted varieties as pictured



Your Choice

**2 for \$5**

Candy Selection

Assorted varieties as pictured



**547**

Your Choice  
Every Day

**Lite-Up Realistic Pumpkins**

Assorted designs.

Nos. 20127, 20544, 20598.



**497 Sale**

Reg. 5.74

Your Choice

**Halloween Silhouette  
Light Sculptures**

Assorted styles

Nos. 79893, 79890, 79891



**188 Sale**

Your Choice

**Sam's American Choice™ Fruit Drinks**

Assorted grape juices and cranberry  
or fruit cocktail combinations

64 oz.



Your Choice

**2 for \$5**

Cereal Selection

19-oz. Bite-Size Frosted Mini-Wheats  
14.8-oz. Rice Krispies Treats, 19-oz. Rice Krispies,  
15-oz. Corn Pops or 20-oz. Raisin Bran

Your Choice

**3 for \$4 Sale!**

**Frito-Lay Snack Assortment**

6-oz. Original Lays, 5-oz. Baked Lays,  
7.5-oz. Reduced Fat Nacho Cheese Doritos,  
10.5-oz. Original Fritos, 8-oz. Baked Tostitos,  
15-oz. Fat Free Rold Gold Pretzel, 9-oz. Dip-Style  
Ruffles, 8.75-oz. Original Reduced Fat Ruffles  
or 9-oz. Nacho Cheese Doritos

Your Choice **2 for \$3**  
Snack Bars  
8-oz. Sam's American Choice™ Crisp  
Rice Bars, 6.5-oz. SnackWell's™ Chocolate  
Cherry, Banana or Golden Snack Bars or  
Low Fat Brownies, Oreo™ Brownie Bars or  
Chips Ahoy!™ Snack Bars



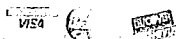
**WAL-MART**  
ALWAYS LOW PRICES. ALWAYS WAL-MART.

*Always™*

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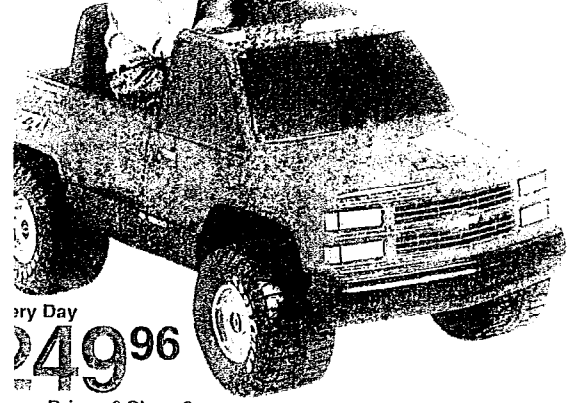
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36B **WAL-MART**

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WM/LOUFN10000025

ica,  
ghter of Lisa,  
stomer Service  
nager

Blake,  
son of Sue,  
Accounting  
Associate



Every Day  
**\$49.96**

**Power Drivers® Chevy® 1 Pick-Up Truck**  
 Equipped with features, including  
 sliding stick shifts with high/low  
 ranges and forward/reverse,  
 classic dashboard with turning  
 clicking knobs and controls,  
 off-road tires, pretend running boards, glove box that opens for secret  
 storage and heavy duty blow-molded frame for added durability. 2 speeds  
 (5 mph forward/2 1/2 mph reverse). 12-volt power. Ages 3 to 7. No. 4210.

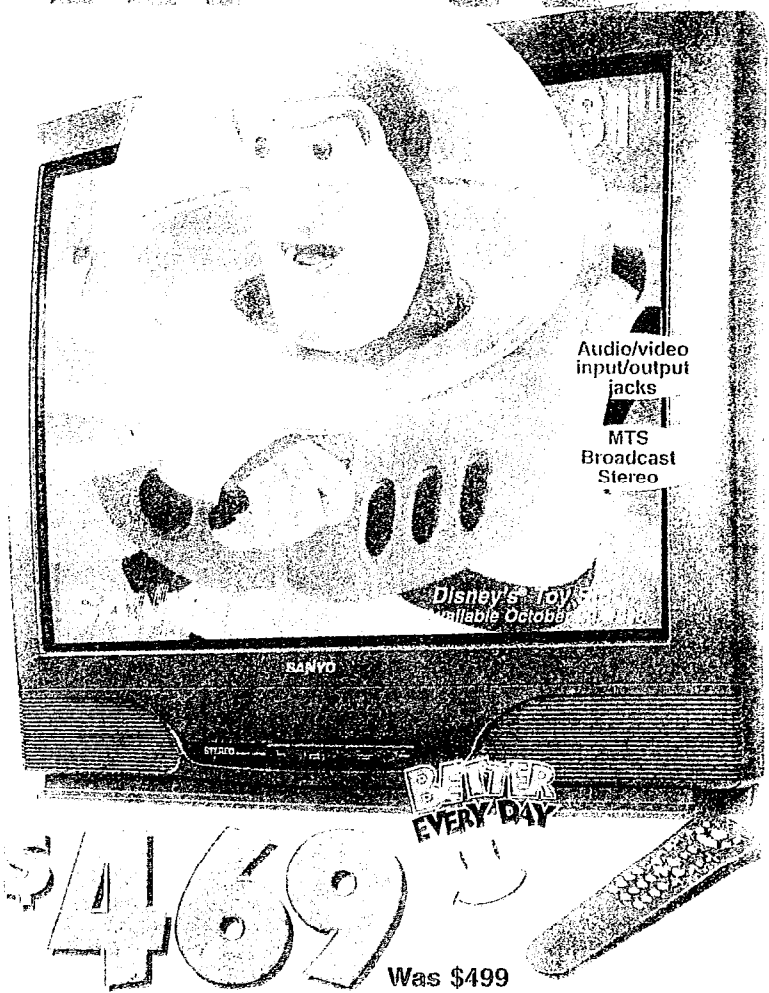
**\$6.88**

**Corning®  
Gibbins®  
Piecerware Set**  
 Includes 4 dinner plates,  
 soup/cereal bowls and  
 cups in new, Wal-Mart  
 exclusive designs!

EVERY DAY

**\$19.96**  
Was 54.84

**Windswood®  
Computer Desk**  
 Storage feed slot in rear  
 for easy accessibility  
 adjustable floor levelers  
 ready to assemble  
 1 hidden fasteners  
 radmoor oak finish  
 60"W x 24 1/2"D x 36 1/2"H  
 16347



Audio/video  
input/output  
jacks  
MTS  
Broadcast  
Stereo

**\$469.99**  
Was \$499

**Sanyo® 31-Inch Stereo Color TV with Universal Remote**  
 A tremendous value packed with plenty of features, including MTS broadcast stereo, on-screen display,  
 tri-lingual menu system, sleep timer and channel recall. No. DS31650.

**\$16.95**  
Every Day

**Toy Story**  
 A must for your movie collection!  
 Toy Story Read-Along  
 24-Page Story Book and Tape,  
 Every Day ..... 5.36  
 Toy Story Audio Cassette,  
 Every Day ..... 9.46  
 Toy Story CD Soundtrack,  
 Every Day ..... 15.96  
 All from Disney



EVERY DAY  
 Your Choice  
**\$3.97**  
 Was 4.27  
**Planter's® Nuts**  
 • 17-oz. Cashew Halves  
 or Mixed Nuts

TTAB Opp. # 91/150,278  
 WM/LOUFN10000026

Erica,  
daughter of Lisa,  
Customer Service Manager



**69<sup>88</sup>**  
Was 74.88  
EVERY DAY

### 'layskool® Cook 'n Play Kitchen Center

fully-equipped pretend kitchen with a complete set of appliances and 1 accessories. Has microwave with opening door and bell, doll high chair and breakfast bar. Folds in a snap to only 11 inches wide! Ages 2 and up. No. 50750.

**14<sup>97</sup>**  
Your Choice  
Was 19.97  
EVERY DAY

### Disney's® Touch 'n Crawl Babies

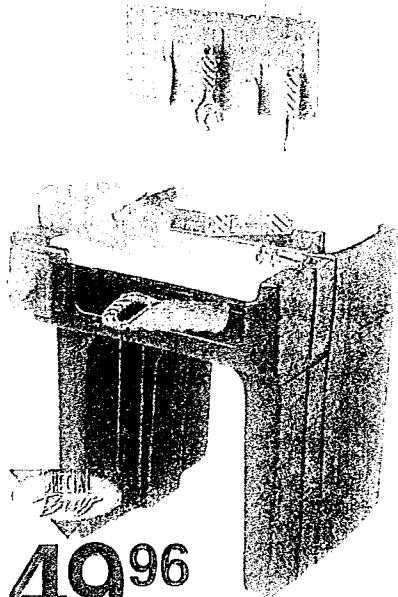
Soft infant toys that crawl at the touch of baby's hands. Crawls for 8 to 10 seconds ... designed to encourage your own little one to crawl towards it. No. 14734.



Kenyon,  
grandson  
of Wes,  
Stocker

**9<sup>97</sup>**  
EVERY DAY

**Sesame Street®  
Tumbling Ernie**  
Real tumbling action!  
Push him forward and  
he tumbles all by himself.  
Ages 2 to 5. No. 62211.



**49<sup>96</sup>**  
EVERY DAY

### Little Tikes® Deluxe Workshop

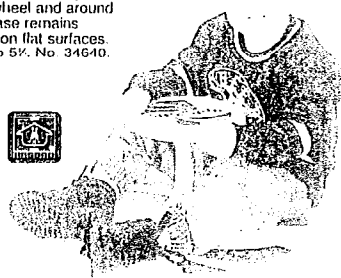
Tools and hardware included, along with a project work desk that has a smooth drawing surface. 18-piece accessory set with hammer, saw, wrench, screwdriver, level, chisel, T-square, 2 nails, 2 screws, tool caddy and 6 hooks. Work surface has a working vice, plus holes for attaching screws and nails. Also has lots of roomy storage shelves. Ages 2 and up. No. 4601.

Blake,  
son of Hannalaura,  
Stocker

**18<sup>88</sup>**  
Was 21.97  
EVERY DAY

### Hasbro® Sit 'n Spin

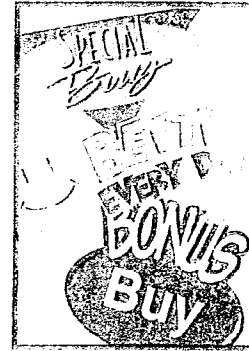
Turn the wheel and around you go! Base remains stationary on flat surfaces. Ages 1½ to 5½. No. 34640.



**TYCO**



4 Great ways  
to save ...



### Every Day Low Price ...

Because you work hard for every dollar, you deserve our very best price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale, it's our Every Day Low Price. It's a great way to save.

### Better Every Day ...

It's our ongoing commitment to pass even more savings on to you by making our Every Day Low Prices even better whenever we can. Just look for the smiley face throughout this ad as well as in your store. You'll smile as you discover prices that get Better Every Day!

### Bonus Buy & Special Buy ...

When you see merchandise tagged Bonus Buy and Special Buy, you'll know you're getting an exceptional value. These added values are our way of saying, "Thank you for saving with us!"



A Bonus Buy features an item we carry every day that includes an additional amount of the same product or another product for a limited time.

A Special Buy is an item we carry while supplies last, at a very special price.



TTAB Opp. # 91/150,278  
WM/L.OUFN10000027

# mmm ... Snack on Savings



**2 For \$4** Your Choice  
**Frito-Lay® Assortment**  
 • 14.5-oz. Doritos® Nacho Cheese Tortilla Chips,  
 14-oz. Ruffles® Original Potato Chips,  
 16-oz. Tostitos® Restaurant Style Medium or Mild Salsa

**Your Choice**  
**2 For \$3**  
**Nabisco® Snack Crackers**  
 • 8-oz. Sociables® or Chicken in a Biskit®  
 • 9.5-oz. Triscuit®  
 • 10-oz. Wheat Thins®  
 • Reduced Fat varieties of 8.5-oz. Triscuit®, 9.5-oz. Wheat Thins® or 6.75-oz. Better Cheddars

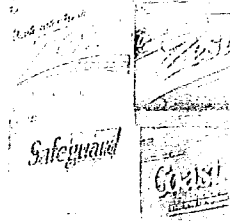
**Your Choice**  
**2 For \$3**  
**Famous Amos® Cookies**  
 • Choose 12-oz. bags of Chocolate Chip & Pecans, Oatmeal Raisin, Cinnamon or Chocolate Chip



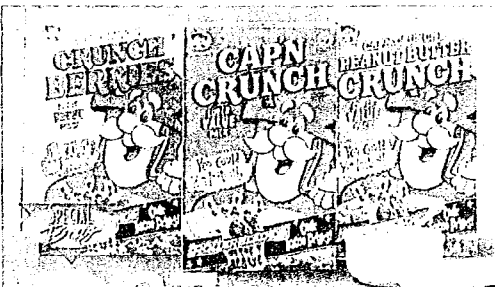
**118**  
**Your Choice**  
**Comstock® Pie Filling or Topping**  
 • 20- to 21-oz. can (size varies by flavor)



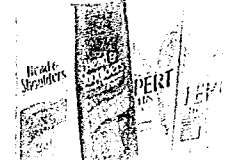
**Was 8.47**  
**Pepcid® AC® Acid Controller™ Tablets**  
 • Package of 40 tablets for the price of 30



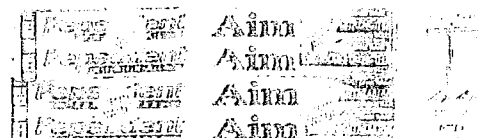
**\$5** Pack  
**Your Choice**  
**Bath Soap Assortment**  
 • Choose 12, 5-oz. bars of Coast® Original Scent, Safeguard® Beige, or Zest® Original Aqua or Whitewater Fresh



**Was 3.28-3.78 Each**  
**Head & Shoulders® or Pert Plus® Shampoo Plus Conditioner In One**  
 • Assorted formulas  
 • 15-oz. bottle



**Your Choice**  
**2 For \$5**  
**Was 3.28-3.78 Each**  
**Head & Shoulders® or Pert Plus® Shampoo Plus Conditioner In One**  
 • Assorted formulas  
 • 15-oz. bottle



**Your Choice**  
**2 Packs For \$3**  
**Twin-Pack Pepsodent® or Aim® Toothpaste**  
 • Regular or tartar control  
 • 2, 6-oz. tubes • Special Buy  
**Twin-Pack Oral-B® Indicator Toothbrushes**  
 • Assorted styles • Was 1.97 Each Pack



**1644**  
**Your Choice**  
**Huggies® Disposable Diapers**  
 • Choose Size 2, 3, 4 or 5 for boys and girls  
 • Soft, quilted cover  
 • Improved leak-lock system

**Your Choice**  
**297**  
**Every Day**  
**Hefty Cinch Sak® Trash Bags**  
 • 13-gal., 30-cl.  
 • 30-gal., 20-cl.  
 • 33-gal., 15-cl.  
 • 39-gal., 12-cl.

**GERMANTOWN • 20910 Frederick Rd.**

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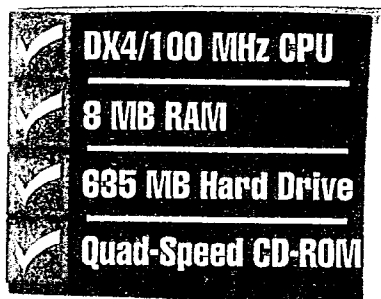
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TTAB Opp. # 91/150,278  
 WM/LOUFN10000028

# WAL-MART® electronic wonderland

## \$997

Every Day



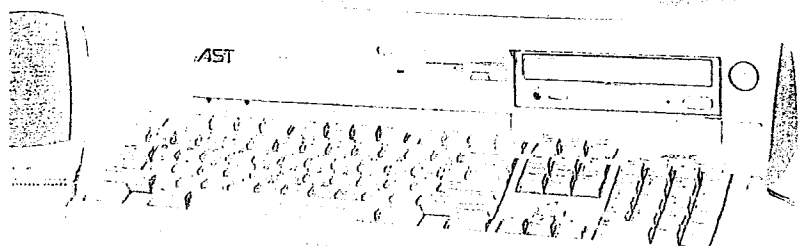
AST

### AST® Adventure 4100 Multimedia Computer with 14-Inch SVGA Color Monitor

Outstanding quality, performance and the computing power needed to run today's demanding computer software. Includes 14,400 fax modem. Monitor has 13.1-inch view field. No. 650041.

Software package includes:

Microsoft® Windows '95 Installed, Microsoft® Works 4.0, Microsoft® Money 4.0, Microsoft® Encarta '96, Microsoft® Golf 2.0 Multimedia version and more!



Visit Wal-Mart on the Internet! World Wide Web:  
<http://www.wal-mart.com>



BETTER  
EVERY DAY  
\$229  
Was \$299

**Sanyo® 25-Inch Color TV**  
A must for any couch potato!  
On screen menu, channel recall,  
sleep timer and more. No. DS25630.



Available  
at Wal-Mart's  
Every Day  
Low Price!

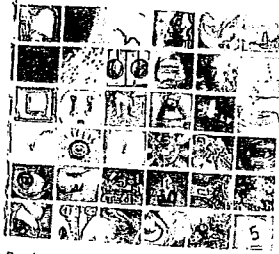
Disney's® Toy Story  
To infinity and beyond ...!  
Join one of Disney's  
most beloved characters!

TTAB Opp. # 91/150,278  
WM/LOUFNI0000029

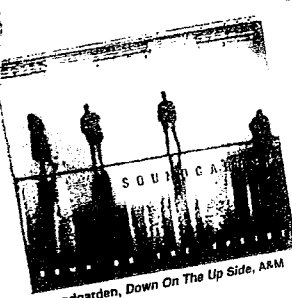


# Physical stocking stuffers!

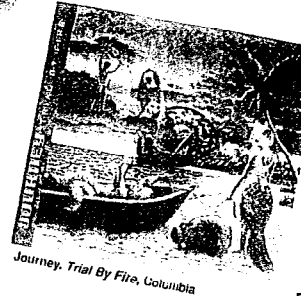
1188



Pearl Jam, No Code, Epic



Soundgarden, Down On The Up Side, A&M



Journey, Trial By Fire, Columbia



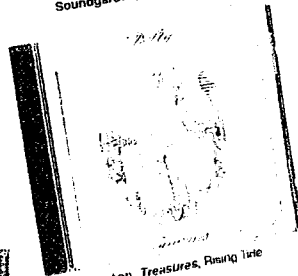
Kenny G, The Moment, Arista



Mannheim Steamroller, Christmas In The Aire, American Gramophone



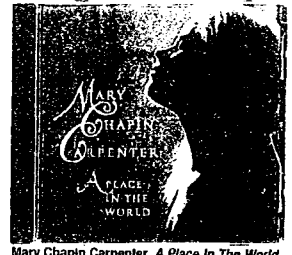
New Edition, Home Again, MCA



Dolly Parton, Treasures, Ringtone



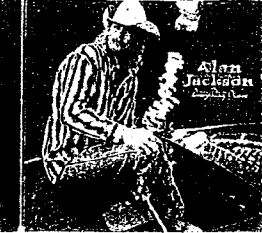
Terri Clark, Just The Same, Mercury-Nashville



Mary Chapin Carpenter, A Place In The World, Columbia



Reba McEntire, What If It's You, MCA



Alan Jackson, Everything I Love, Arista

1088



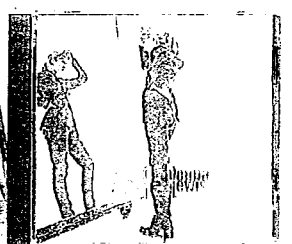
Kenny Rogers, The Gift, Magnatone



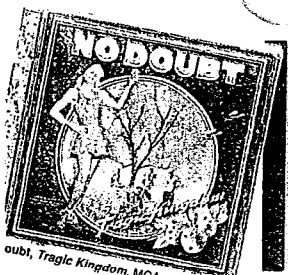
Various Artists, Holiday Air, Priority



LeAnn Rimes, Blue, Curb



Donna Lewis, Now In A Minute, Atlantic



No Doubt, Tragic Kingdom, MCA



Various Artists, Jock Jams Vol. 2, Tommy Boy



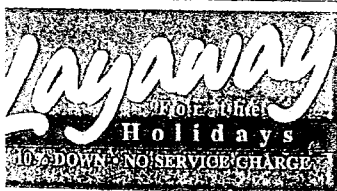
Various Artists, Dance Mix '96, Priority



Mindy McCready, Ten Thousand Angels, HCA



Tracy Lawrence, Time Marches On, Atlantic/Nashville



Prices good  
Nov. 16, 1996 thru Jan. 1, 1997.

Wal-Mart Stores, Inc.  
P.O. Box 116  
Bentonville, AR 72716

ECR  
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U.S. Postage  
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By Wal-Mart  
Stores, Inc.

MART'S ADVERTISED MERCHANDISE POLICY - It is our firm intention to sell every advertised item in stock. Occasionally, however, an advertised item may not be available for purchase due to unforeseen difficulties. If this happens, Wal-Mart will issue you a Rain Check (at your request) so you may use the item at the advertised price when it becomes available. Or, if you wish, we will sell you a similar item at a comparable price (or reduction in price item is on sale). We reserve the right to limit quantities to normal retail sales. Limitations void in New Mexico. ©1996 Wal-Mart Stores, Inc. d in the USA. #0503

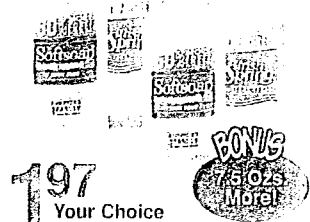
Local

TTAB Opp. # 91/150,278  
WM/LOUFNI0000030



Special Valentine's Day Savings! Your favorite brands are now even more special. Buy in bulk and get the most for your money. It's gone, it's gone, it's gone!

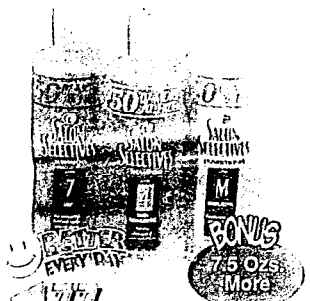
# WAL★MART



**1.97**  
Your Choice

## Liquid Hand Soap Assortment

- Choose from various formulas of Softsoap® or Irish Spring® 22.5-oz. family size at the regular 15-oz. price

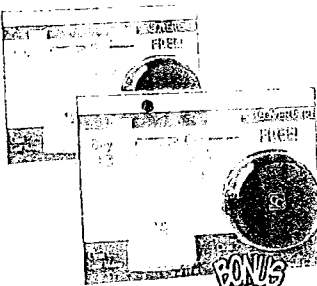


**1.77**  
Your Choice  
Was 1.96

## Salon Selectives®

### Shampoo or Conditioner

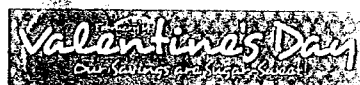
- Various formulas
- 22.5 oz. at the regular 15-oz. price



**2.78**  
Pack

## Cover Girl® Special Value Pack Liquid with Bonus

- Choose from various shades
- Powder included at no additional cost



**\$10**

Every Day

## 16-Inch Plush Sweetheart Teddy Bear

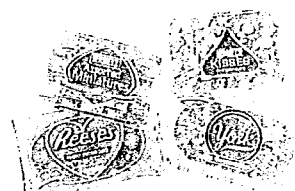
- Assorted styles



Your Choice

**5.97**

Assorted  
Valentine's  
Candy  
• 16-oz. box



**2.78**  
Each

## Hershey's®

### Family-Sized Assortment

- 17-oz. Reese's® Miniatures York Peppermint Patties, Original Kisses®, Kisses with Almonds, Assorted Miniatures or Hugs®



**4.96**  
Each

## 5-Quart Castrol®

### GTX SAE 10W-30 Motor Oil

- The most protection against volatility burn-off
- Provides maximum protection against both viscosity and thermal breakdown



**7.96**  
Your Choice

## Hanes Her Way®

### 7-Pack Panty

- Bonus pair a
- Choose white or high thigh

TTAB Opp. # 91/150,278  
WM/LOUFN10000031

Prices good January 29-February 4, 1997

## Four Great Ways to save



### Every Day Low Price ...

Because you work hard for every dollar, you deserve our very best price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale, it's our Every Day Low Price. It's a great way to save.

### Better Every Day ...

It's our ongoing commitment to pass even more savings on to you by making our Every Day Low Prices even better whenever we can. Just look for the smiley face throughout this ad as well as in your store. You'll smile as you discover prices that get Better Every Day!

### Bonus & Special Buy ...

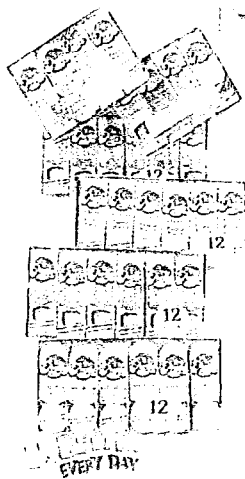
When you see merchandise flagged Bonus and Special Buy, you'll know you're getting an exceptional value. These added values are our way of saying, "Thank you for saving with us!"

A Bonus features an item we carry every day that includes an additional amount of the same product or another product for a limited time.

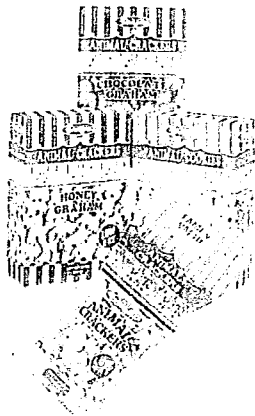
A Special Buy is an item we carry while supplies last, at a very special price.



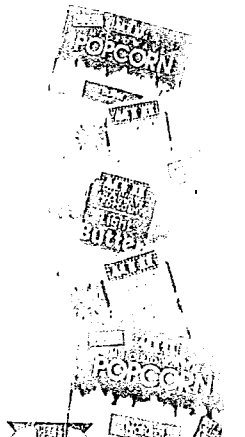
# STACKS of snacks you'll love



Was 1.78 Each  
**2 packs for \$3**  
Austin® Crackers Assortment  
• 12-ct. Cheese on Peanut Butter, Toasty Peanut Butter, Cheese on Cheese or Wheat 'n Cheddar  
• 8-ct. Cheese Favorites or Reduced Fat variety



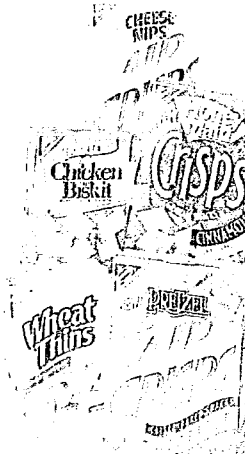
Every Day  
**2 packs for \$3**  
Stauffer's® Animal Crackers or Cookies  
• Choose 20-oz. box (assorted flavors) or 2-lb. bag (original)



**3 packs for \$4**  
6-Pack Act II® Popcorn Assortment  
• Choose Butter, Butter Lover's®, Natural, Light Butter or Reduced Fat Butter Lover's



**197** Each, Every Day  
Assorted Nabisco® Snacks  
• 5.5- to 7.75 oz. SnackWell's assortment (size varies by flavor), 6.5-oz. Oreo® Brownie Bars or Chips Ahoy!® Snack Bars, Every Day  
• 20-oz. Oreo® Cream Sandwich or Double Stuf® Cookies, Was 2.50



**58¢** Your Choice Was 68¢  
Sam's American Choice® 2-Liter Soft Drinks or 1-Liter Free & Clear Beverages  
• Assorted flavors



**178** Each, Every Day  
Nershey's® Sweet Escapes Assortment  
• Various flavors  
• 5.9- to 6.3-oz. bag (size varies by flavor)



**197** Your Choice  
Assorted Nabisco® Snacks  
• 5.5- to 7.75 oz. SnackWell's assortment (size varies by flavor), 6.5-oz. Oreo® Brownie Bars or Chips Ahoy!® Snack Bars, Every Day  
• 20-oz. Oreo® Cream Sandwich or Double Stuf® Cookies, Was 2.50

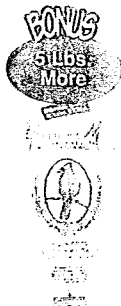
EXTRA EXTRA! STACKED SAVINGS at WALMART

TTAB Opp. # 91/150,278  
WM/LOU/FNI0000032



**Each Every Day**  
**297**

**Hefty® Trash Bags**  
CinchSak®  
• 13-gal., 30-cl.  
• 30-gal., 20-cl.  
• 33-gal., 15-cl.  
• 39-gal., 12-cl.



**697**

**Gourmet Mix Wild Bird Feed with Bonus**  
• 25 lbs. for the price of 20 lbs.  
• 50% sunflower seed/10% safflower seed  
• Enriched with Pennington's bird-kote  
• Added nutrients, vitamins and minerals



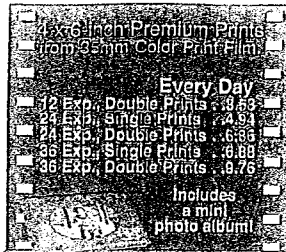
**827**

**Special Kitty™ Cat Food with Bonus**  
• 25 lbs. for the price of 20 lbs.  
• 100% complete and balanced nutrition for all life stages



**\$2**

**Twin-Pack ColorPlace® Satin Spray Paint**  
• Safe for all household use  
• Dries fast  
• Indoor/outdoor use  
• Assorted fashion colors  
• 2, 11-oz. cans



**Every Day**

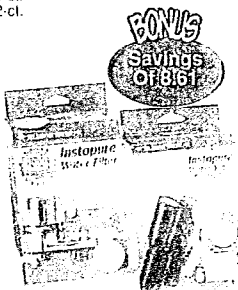
12 Exp. Double Prints .89¢  
24 Exp. Single Prints .49¢  
24 Exp. Double Prints .69¢  
36 Exp. Single Prints .88¢  
36 Exp. Double Prints .97¢

Includes a mini photo album

**1997**

**Teledyne® Instapure® Water Filter and 4-Pack Cartridges Value Pack**

- Designed to help reduce chlorine taste and odor
- Filters 1,000 gal. of water for less than 2¢ per gal.
- Easy to install
- A 28.58 cost if purchased separately
- No. F2CBP

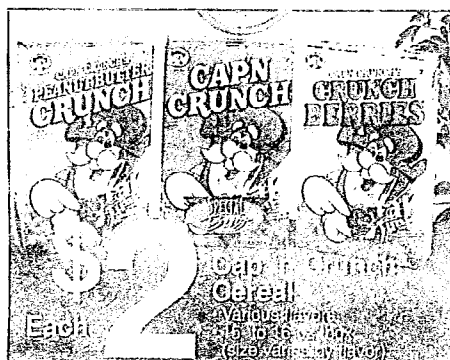
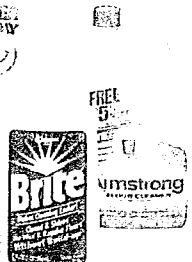


**Your Choice**

**Armstrong Floor Cleaner with Bonus**

- 40 oz. includes 8 bonus oz. at no additional cost
- Was 3.87 Each

**Brite® Floor Cleaner**  
• 32 oz.  
• Was 4.17 Each



**Every Day**  
**2 for \$3**

**Scott® Shop Towels**  
• Each roll contains 55 towels  
• Ideal for garage, auto or around the home  
• Tough towels absorb grease and oil



**397**

**Pylon® 2-Pack Plus Premium Wiper Blades**  
• Stainless steel flexors  
• Natural rubber  
• Aerodynamic design  
• Exact fit for domestic and import  
• Available in 16-, 18- or 20-in. lengths



**Your Choice Every Day**

**548**

**TDK® Blank Tapes Assortment**  
• Choose 3-pk. T-120 standard grade videos, 2-pk. T-160 standard grade videos, 2-pk. T-120 hi-grade videos, 5-pk. 90-min. audio or 6-pk. 60-min. audio

**117**

**Tech 2000™ Windshield Washer Fluid**

- A total of 1 gal., 26 oz. for the price of 1 gal.
- Winter formula
- Cleans glass and removes frost



**WAL-MART®**  
ALWAYS LOW PRICES. ALWAYS WAL-MART.

*Always™*

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Bentonville, AR 72716

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TTAB Opp. # 91/150,278  
WM/LOUFI0000033



Shop at Wal-Mart on the World Wide Web: <http://www.wal-mart.com>  
Prices good January 29-February 4, 1997  
Prices and items available only in the USA.

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**EXTRA, EXTRA! Special Savings at WAL-MART**

24-60



### Every Day Low Price ...

Because you work hard for every dollar, you deserve our very best price every time you make a purchase. You deserve our Every Day Low Price. It's not a sale, it's our Every Day Low Price. It's a great way to save.

### Better Every Day ...

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A Bonus features an item we carry every day that includes an additional amount of the same product or another product for a limited time.

A Special Buy is an item we carry while supplies last, at a very special price.

# Take Comfort in QUALITY



**2 for \$5**

Impulse 100% Cotton Bath Towels

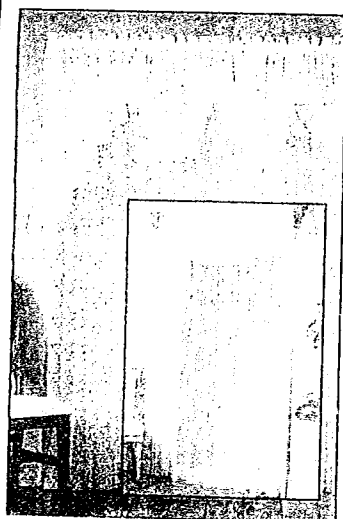
Matching Coordinates **Special Buy**  
Washcloth ..... 1.76  
Hand Towel ..... 2.26



**\$5** Each



Bath Rug Assortment  
20 x 30 inches in 6 colors  
100% nylon



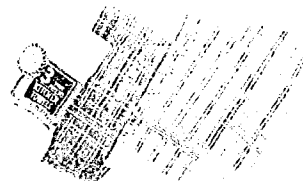
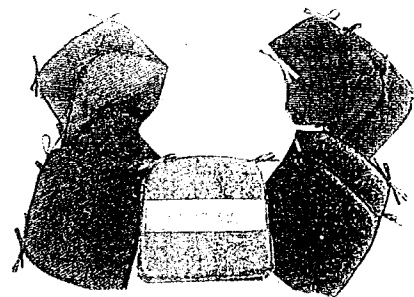
### Country Braided Oval Rug

20 x 30 inches.

Country Braided Rug,  
30 x 50 inches,  
Every Day ..... 15.96

Country Braided Oval Rug,  
24 x 66 inches,  
Every Day ..... 18.96

Country Braided Oval Rug,  
5 x 8 feet,  
Every Day ..... 59.96



**\$5**

Your Choice



Jacquard Lace Panels, Swags,  
Valances and Scarfs

Choose from 46 x 81- and 46 x 63-inch panels,  
50 x 38-inch swags, 40 x 21-inch valances, and  
scarfs. Available in egg shell or white.

**2 for \$5**



3-Piece Kitchen  
Towel Sets  
Assorted col

**\$5**

Your Choice



2-Pack Toss Pillows  
or 2-Pack Chair Pads

16 inch eyelet toss pillows are available in  
white, ivory, pastel pink, pale blue, ice green  
and yellow. 2-pack chairpads available in  
assorted patterns

TTAB Opp. # 91/150,278  
WM/LOUFNI0000035

Active  
and  
Casual

BASICS



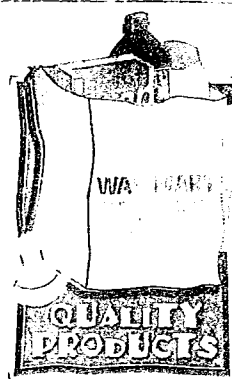
**5.96**  
Every Day

**White Stag  
Sport Bra**  
Sizes S-XL. No. 4400.

BETTER  
EVERY DAY

**1.97**  
Was 2.26

**Soft Cup Bra**  
Assorted styles and sizes



**Quality  
Through and  
Through**

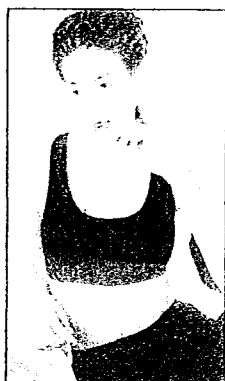
To ensure the quality of our merchandise, Wal-Mart has teamed up with Consumer Testing Laboratories, a leading independent commercial testing group.

Consumer Testing Laboratories tests approximately 35,000 Wal-Mart items annually for overall quality.

Apparel items are tested for fit, durability in use and washing, colorfastness, stitching quality, overall workmanship and appearance. So, know your next Wal-Mart T-shirt, jeans or other apparel item has been tested for maximum satisfaction.

*Always*

TTAB Opp. # 91/150,278  
WM/LOUFN10000036



**2 for \$3** Every Day

**Simply Basic Tunnel Panties**  
100% cotton panties in fashionable colors. Choose bikini or thong. Colors may vary by store. Sizes 5-8.



2-Pack Deal

**\$6** Each Pack  
Every Day

**2-Pack Cupid Light Control Briefs**  
Soft and comfortable control briefs or hi-cuts in attractive styles. Available in white, pink, black or beige. Color selection may vary by store. Sizes S-XL. Nos. 2103, 2104 & 2106

**\$5** Each  
Every Day

**Cupid Moderate Control Brief**  
Moderate level control in attractive styles. Available in white or beige. Color selection may vary by store. Sizes S-XL. Nos. 2200, 2201 & 2202.

BETTER  
EVERY DAY

**2 for \$7** Was 3.96  
Each

**Soft Cup Bra**  
Classic soft cup styling that even provides support for full figures. Sizes 34-40B, 34-42C & 36-44D

**LEAF**  
Potato Chips  
Every Day  
2 for \$4  
Was 2.10 Each

**Doritos**  
Custody Packs  
Frito-Lay Assortment  
• Choose 14-oz. Lay's regular potato chips or 14.5-oz. Doritos, nacho cheese or cool ranch chips

Every Day  
**118**  
Sam's American Choice®  
6-Pack Soda Assortment  
• Choose cola, diet cola, diet diet, green lightning, southern lightning, diet southern lightning, root beer, orange, grape or lemon lime.

Every Day  
**2 for \$5**  
Nabisco Assortment  
• Choose 18-oz. Chips Ahoy! Cookies, 16-oz. Honey Maid Honey Grahams (regular or low fat), Oatmeal Crunch (regular) or Cinnamon (low fat) or 16 oz. Ritz crackers

**RITZ**  
Chips Ahoy!  
Chips Ahoy!

**You Surf, You SAVE!**

**4.77**  
Your Choice  
Was 5.78

**Surf Laundry Detergent**  
• Choose 42 use Surf, 33-use Surf with bleach, 100-oz. Surf liquid or Surf with bleach

**CRUNCH**  
**Butterfinger**  
**HERSHEY'S**  
**Kit Kat**  
**Reese's**  
**VALUE PACK 10 BARS**

Your Choice  
**2.97**  
10-Pack Full-Size Bars  
• Choose Hershey's, Reese's Peanut Butter Cups, Kit Kat, Milk Chocolate or Milk Chocolate with Almonds or Basset Baby Ruth, Crunch or Butterfinger.

**197**  
**BONUS 50 Bags**  
Ruffles Colorscents Trash Bags  
• 50 bags plus bonus 50 bags for total of 100 bags

**4.77** Your Choice  
Snuggle Fabric Softener  
• 60-oz. Ultra Snuggle regular or green liquid, Every Day  
• 120 ct. Snuggle Dryer Sheets.  
Was 5.27

Join SAM'S Club in '97  
Celebrate Extraordinary

**SAVINGS CLUB**

Merchandise at Extraordinary Values.

Clip out this One-Day Guest Membership and shop with us for the day! Experience the quality and values we have to offer. We're certain you will want to become a SAM'S Club member and shop all year long.

Name: \_\_\_\_\_  
Street: \_\_\_\_\_  
City/State: \_\_\_\_\_  
Zip: \_\_\_\_\_  
Phone: \_\_\_\_\_

Expiration Date: 2/01/97  
Member No.: 176939197

**SAVINGS CLUB**

5% off purchase applies on all purchases. The One-Day Guest Membership Card is good for one shopping trip to SAM'S Club. Cash. Discounted items. Not valid on alcohol. You may apply for membership subject to qualifications. See a member at SAM'S Club.

**WAL-MART®**  
ALWAYS LOW PRICES. ALWAYS WAL-MART.  
*Always*

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Dentonville, AR 72716

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4 70



WAL-MART

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Prices good December 29 - January 4, 1997. Prices and items available only in the USA.

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TTAB Opp. # 91/150,278  
WM/LOUNFI0000037

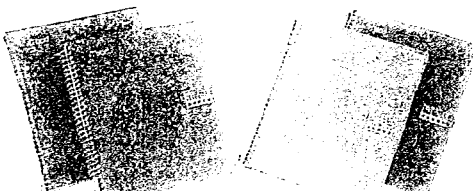
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Containing 70% Post Consumer Fiber



**Special Buy**  
**1286**  
Each

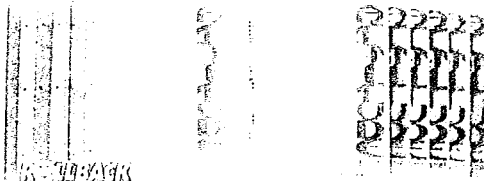
Nike® Binder  
Contoured, zippered,  
trapper or envelope style.  
One Time Offer.

The NIKE name and SWOOSH name and design are trademarks of NIKE, Inc.



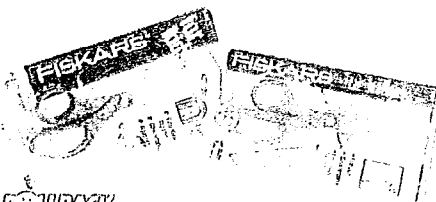
**Rollback**  
**2 for \$5.98**  
Each

Mead® Five-Star™  
1-Subject Notebook or Themebook  
Two pocket inserts, 100 sheets.



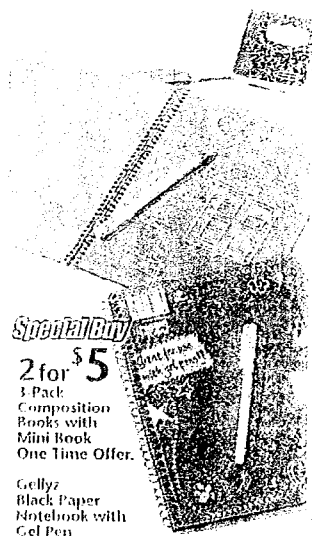
**Rollback**  
**\$1.67-1.97**  
Each

Attitude Themebook or Folder  
1-subject, 90-count themebook or  
2-pocket poly folder. Assorted colors.



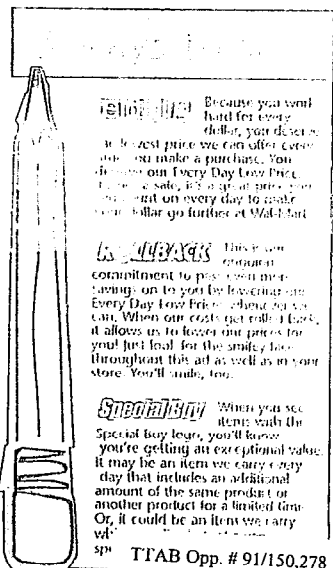
**Rollback**  
**2 for \$3**  
Each

Fiskars® Scissors  
Blunt or pointed tip.



**Special Buy**  
**2 for \$5**  
3-Pack  
Composition  
Books with  
Mini Book.  
One Time Offer.

Gellyz  
Black Paper  
Notebook with  
Gel Pen  
One Time Offer.



**Special Buy**  
**12107-102**  
Because you won't  
hand for every  
dollar, you deserve  
the best price we can offer every  
time you make a purchase. You  
deserve our Every Day Low Price.  
To make a sale, it's a great price, you  
pay it on every day to make  
your dollar go further at Wal-Mart.

**Rollback**  
**12107-102**  
This is our  
commitment to you. It's our  
promise to you to be the lowest price  
Every Day Low Price. When our  
costs go up, we'll raise our price.  
When our costs go down, we'll  
lower our price for you. Just look  
throughout this ad as well as in our  
store. You'll smile, too.

**Special Buy**  
When you see  
Special Buy tags, you'll know  
you're getting an exceptional value.  
It may be an item we carry every  
day that includes an additional  
amount of the same product or  
another product for a limited time.  
Or, it could be an item we carry  
only at Wal-Mart.

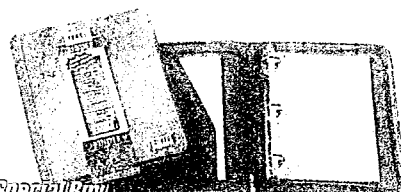
**TTAB Opp. # 91/150,278**  
**WM/LOU/FNI0000039**

**WAL-MART**  
ALWAYS LOW PRICES.



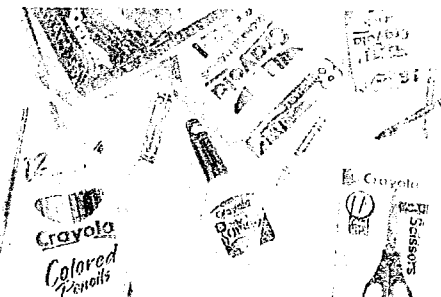
**Rollback**  
**12107-102**  
Was 12.97

Boston®  
Electric Pencil Sharpener  
Solid-steel cutter. Non-skid  
rubber feet. No. W19210



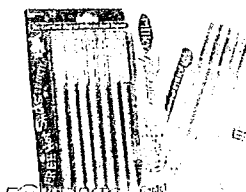
**Special Buy**  
**4 for \$9.96**  
Each

ClassGear Zipper Binder  
Includes 25 sheets of filler paper.  
Assorted colors. One Time Offer.



**Rollback**  
**6 for \$9.96**  
Each

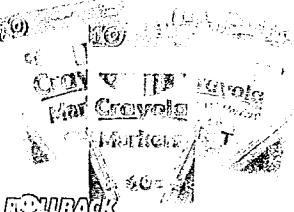
Crayola® Value Pack School Pouch  
Includes 1 canvas zippered pouch, 16 crayons,  
4-ounce washable glue, 8 washable markers,  
12 colored pencils, 1 pair of pointed-tip scissors  
and 1 washable highlighter. One Time Offer.



**Rollback**  
**2 for \$9.96**  
Each Pack

7-Pack Milky Gel Pens  
with Bonus  
Includes bonus  
mechanical pencil

5-Pack Metallic Gel Pens  
Writes on white  
and dark paper.



**Rollback**  
**9 for \$9.96**  
Each

10-Count Crayola® Markers  
Classic thin line, classic broad line  
or techno brite broad line.



Each Pair • Every Day

19.83

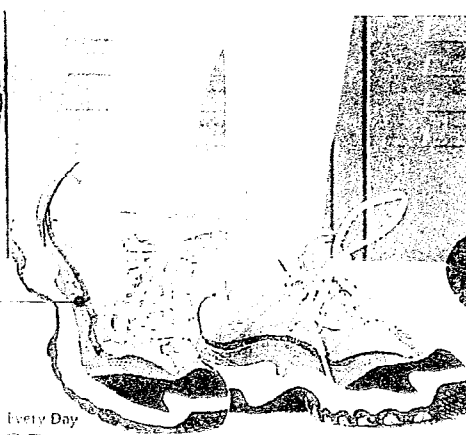
Men's No Boundaries Athletic Shoe  
Leather uppers and man-made material



Each Pair • Every Day

16.83

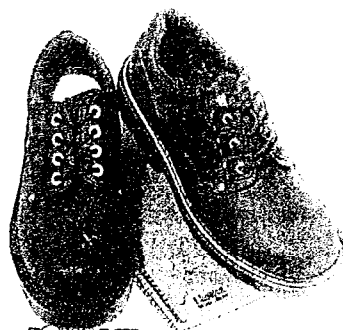
Ladies' No Boundaries Athletic Shoe  
Leather uppers and man-made material



Each Pair • Every Day

14.83

Children's No Boundaries Athletic Shoe  
Leather uppers and man-made material



Rollback

14.83 Each Pair • Was 16.97

Men's No Boundaries Casuals  
Available in brown or black.  
Man-made materials.



Rollback

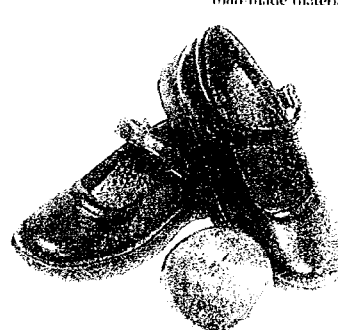
9.83 Each Pair • Was 12.57

Ladies' No Boundaries Wedge or Mule Casuals  
Man-made materials



12.97 Each Pair • Every Day

Ladies' No Boundaries Fashion Clogs  
Man-made materials.



Rollback

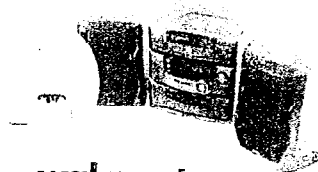
7.83 Each Pair • Was 9.97

Girls' No Boundaries Casuals  
Man-made materials.

## Shop Online!

Have it delivered straight to your dorm room.

# Off to College?



wal-mart.com

Available in the Automotive Department

# Key Cutting

97¢ Each Every Day

Color Plus Key Each, Every Day 1.37

R17-50 Print TTAB Opp. # 91/150,278  
WM/LOUFN10000040

**WAL-MART** Always  
ALWAYS LOW PRICES.  
Printed in the USA  
on Recycled Paper  
Containing at  
least 10% Post  
Consumer Fiber

For the store location nearest you,  
please call 1-800-881-9180

To order merchandise online,  
shop at [www.wal-mart.com](http://www.wal-mart.com)  
\*Some items may not be available online.

Prices good through August 8, 2000. Prices and items available only in the USA.

WAL-MART'S ADVERTISED MERCHANDISE POLICY: It is our firm intention to have every advertised item in stock. Occasionally, however, an advertised item may not be available for purchase due to unforeseen difficulties. If this happens, Wal-Mart will tell you a similar item at a comparable price (or reduction in price if the item is on sale). Or, if you prefer, we will issue you a Rain Check at your request so you may purchase the item (excluding Special Buy - One Time Offer Items) at the advertised price when it becomes available. We reserve the right to limit quantities to normal retail purchases. Offer and/or limitations void where prohibited by law. ©2000 Wal-Mart Stores, Inc. Printed in the USA.

24/1011





239<sup>99</sup>

Every Day

Boys' Raystone® Clock Ring  
Gold or Silver (14K)

Girls' Raystone® Clock Ring  
Gold or Silver (14K)  
Every Day

Jewelry is enlarged to show detail.

\*Customize your class ring with your year, section, school colors, last name and stone color/metal. It's available in 14K or 18K yellow or white gold. Prices vary by style based on options. Rings shown retail from \$100 to \$150 with synthetic stones.

Back  
School

187

Every Day

Gelink® Notebook  
Makes taking notes fun!

90 Sheets • Solid Color • Wide Ruled  
8-1/2" X 11" (21.6" X 27.9 cm)

Dark Cover  
Gel Pens

Gelink® Notebook

ACID FREE



447

Every Day

6-Pack Pentel® Fireworks®  
Pastel Gel Roller Pens

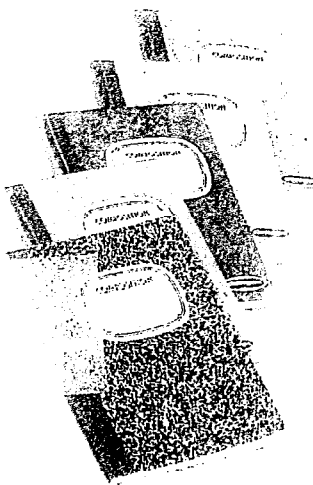
2 for \$5.47

Was \$5.47

5-Pack Pentel® Metallic  
Gel Roller Pens

Writes on light or dark paper

TTAB Opp. # 91/150,278  
WM/LOUFN10000044

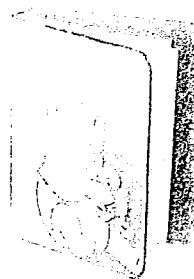


**ROLLBACK**

Composition Book  
Assorted colors.

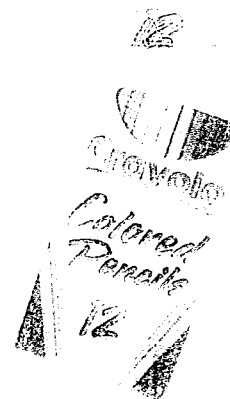
**79¢**

Every Day  
Pooh® Phone  
& Address Book



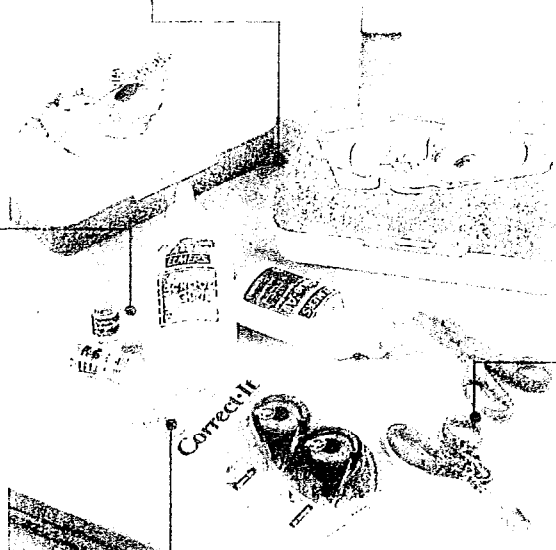
**ROLLBACK**

Crayola® Colored Pencils  
12-count box.



**19¢**

Each • Every Day  
Scooby-Doo® or Looney Tunes®  
Spacemaker Box



**ROLLBACK**

**4 for \$1**

Elmer's® Glue Assortment  
4-ounce School Glue,  
4-ounce Glue-All® or twin-pack  
School Glue Stick. Non-toxic.

**ROLLBACK**

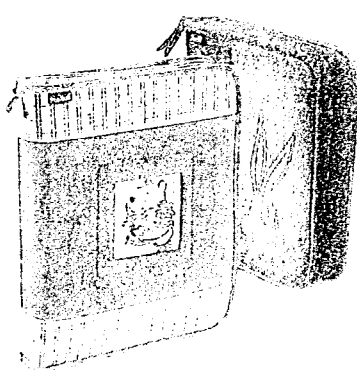
**2 for \$1**

Fiskars® Scissors  
Blunt or pointed tip.

**ROLLBACK**

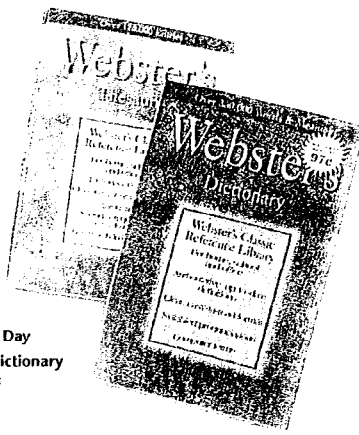
**2 for \$1**

2-Pack Correct-It™  
Applies dry for shadow-free copies.



**99¢**

Each • Every Day  
Pooh™ or Looney Tunes®  
Zipper Binder



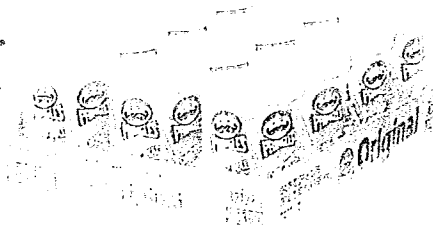
**97¢**

Each • Every Day  
Webster's® Dictionary  
or Thesaurus

TTAB Opp. # 91/150,278  
WM/LOUFNI0000045

4.97

Every Day  
12-Pack Pringles®  
Original or sour  
cream and onion.  
12, 5-oz. cans.



ROLLBACK

Doritos® or Cheetos®  
12-Sack



ROLLBACK

5.97

Was \$6.99  
Frito-Lay Snacks  
Variety Pack  
27 bags per pack.



ROLLBACK

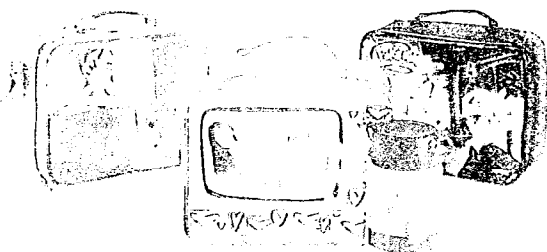
2.10

Was \$2.99  
Doritos®  
14.5 ounces.  
Assorted flavors.

ROLLBACK

5.97

Each \$4.99  
Soft-Sided Lunch Kit  
Barbie®, Pokémon™  
or Pooh™. Kit includes  
Thermos® beverage holder.



2 for \$3  
Every Day  
Great Value®  
Fruit Smiles  
9 ounces.



TTAB Opp. # 91/150,278  
WM/LOUFN10000046

**ROLLBACK**

10-Pack Hi-C®  
All flavors.

**ROLLBACK**

Sam's American Choice™  
Clear American Sparkling Beverage  
4 pack. Assorted flavors.

**ROLLBACK**

Gatorade®  
All flavors. 64 ounces.

**ROLLBACK**

Kellogg's® Snackums®  
4.8 ounces. Assorted flavors.

**ROLLBACK**

Act II® Popcorn  
All flavors. 3-8 count.

2 for \$5  
Every Day  
Lil Hugs™  
24 count.

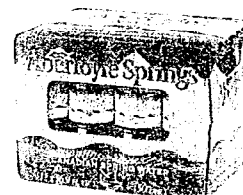


2 for \$5  
Every Day

Little Debbie® Big Nutty Bars  
or Big Oatmeal Creme Pies  
25-36 ounces.

97¢  
Every Day

Hunt's® Snack Pack® Pudding  
Assorted flavors. 4 pack.



2.97  
Every Day

Aberfoyle Springs Water  
12 pack.



**ROLLBACK**

10-Pack Capri Sun®  
All flavors.

Shop [www.wal-mart.com](http://www.wal-mart.com)

TTAB Opp. # 91/150,278  
WM/LOUFN10000047

Prices good July 7 - August 31, 2000. WAL-MART'S ADVERTISED MERCHANDISE POLICY - It is our firm intention to have every advertised item available for purchase due to unforeseen difficulties. If this happens, Wal-Mart will sell you a similar item at a... (item is on sale). Or, if you prefer, we will issue you a Rain Check at your request so you may purchase the item (excluding Special Buy items) at the advertised price when it becomes available. We reserve the right to limit quantities to normal retail purchases. Offer and/or limitations void where prohibited by law ©2000 Wal-Mart Stores, Inc. Printed in the USA.

Back  
to  
School

58¢  
Each  
Avery® Binder  
With 12 Pockets

68¢  
Each  
Every Day  
Fashion Portfolio  
Assortment  
Colors and patterns may  
vary by store

12

COLORED  
PENCILS

12 Non-Toxic  
Pencils

\$1  
Each

Crayola® 10-Count Markers  
or 12-Count Colored Pencils

TTAB Opp. # 91/150,278  
WM/LOUFN10000048



Because you work hard for every dollar, you deserve the lowest price we can offer every time you make a purchase. You deserve our Every Day Low Price. It's not a sale; it's a great price you can count on every day to make your dollar go further at Wal-Mart.

**ROLLBACK**

This is our ongoing commitment to pass even more savings on to you by lowering our Every Day Low Prices whenever we can. When our costs get rolled back, it allows us to lower our prices for you! Just look for the Rollback smiley face throughout this ad as well as in your store.

**SPECIAL BUY**

When you see items with the Special Buy logo, you know that you're getting an exceptional value. It may be an item that we carry every day that includes an additional amount of the same product or another product for a limited time. Or, it could be an item that we carry while supplies last, at a very special price.



**33¢**

**Elmer's® Glue All™ or School Glue**  
Washable. Non-toxic.  
4 ounces.

**2-Pack Glue Sticks**  
0.42 ounces.

**24**



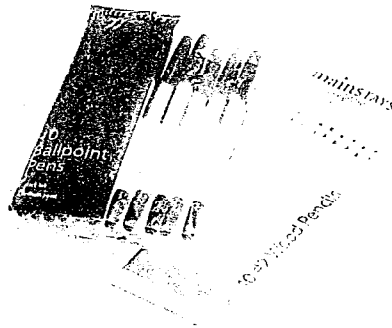
**42¢**

**Crayola® 24-Count Crayons**  
Assorted colors.



**58¢**

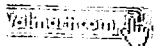
**No Boundaries™ Composition Notebook**  
Wide-ruled, 100 pages.



**48¢ Each Every Day**

**Mainstays™ 10-Count Ballpoint Pens or Pencils**  
Black, blue or red ink pens or #2 lead pencils with eraser tips

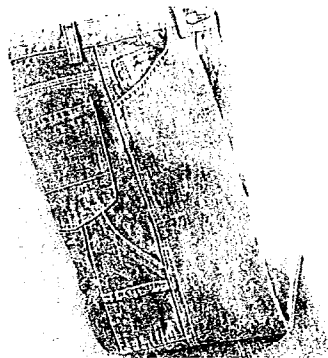
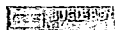
TTAB Opp. # 91/150,278  
WM/LOUFNI0000049



Or online with Wal-Mart Connect or America Online



**673** Every Day  
**Boys' Bugle Boy®**  
 Screen-Printed T-Shirt  
 Assortment  
 Sizes 4-18.



**ROLLBACK**

**1144** Was 11.93  
**Boys' Bugle Boy®**  
 Carpenter Jeans  
 Adjustable waist. Assorted  
 finishes. Sizes 4-18

8-18H • Was 14.93, Now 13.44



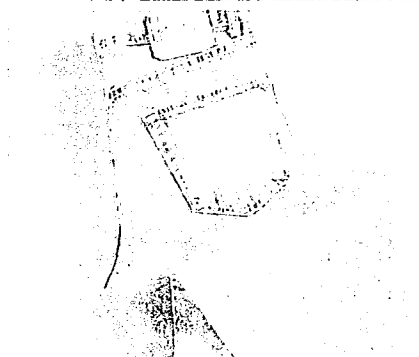
**976** Each Every Day  
**Men's Levi Strauss**  
 Signature Series™  
 Graphic T-Shirt Assortment  
 Sizes S-XL.

2X-3X • Every Day, 11.76

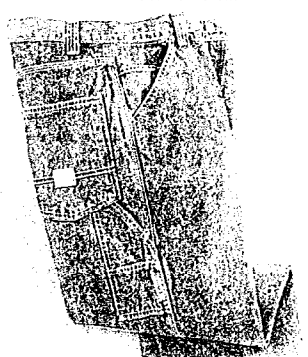


**2982** Every Day  
**Men's Levi Strauss**  
 Signature Series™  
 Trucker Jacket  
 Sizes S-XL.

2X-4X • Every Day, 34.82

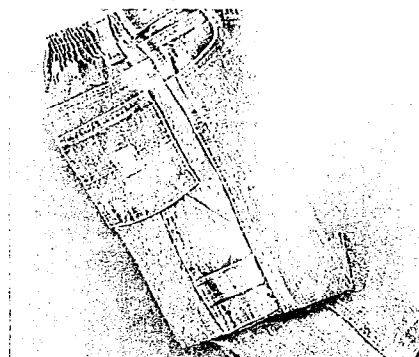


**ROLLBACK**  
**1968** Was 22.68  
**Men's Levi Strauss**  
 Signature Series™ Jeans  
 Regular or relaxed fit.  
 Assorted finishes. Sizes 30-42



**ROLLBACK**  
**1968** Was 24.68  
**Men's Levi Strauss**  
 Signature Series™  
 Carpenter Jeans  
 Assorted finishes. Sizes 30-40.

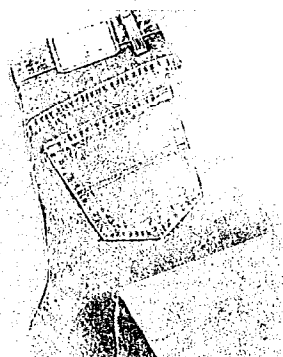
Days' Sizes  
 4-7 • Every Day, 13.68  
 8-18 • Every Day, 15.68  
 8-18H • Every Day, 16.68



**ROLLBACK**  
**884** Was 10.52  
**Boys' Faded Glory®**  
 Carpenter Jeans  
 Assorted finishes. Sizes 8-18.

4-7 • Was 9.52, Now 7.84

8-18H • Was 12.52, Now 9.84



**ROLLBACK**  
**984** Was 10.77  
**Men's Faded Glory®** Jeans  
 Original or relaxed fit. Assorted  
 finishes. Sizes 30-42

TTAB Opp. # 91/150,278  
 WM/LOUFNI0000050

Walmart.com

Now find your favorite brands online at Walmart.com

Zane,  
son of Ronnie,  
Maintenance  
Associate

197 Each  
Every Day

Hawaiian Punch® Drink  
• Assorted flavors  
• 128 fl. oz.

ROLLBACK

\$5 Was  
5.49

Pringles® 10-Pack  
Snack Stick Chips  
• 18, 0.81-oz. sticks

250 Every  
Day

Sam's Choice®  
12-Pack Water  
• 12, 20-oz. bottles

97¢ Each Pack  
Every Day

10-Pack Miniature  
Candy Bar Assortment

Boxed Candy Assortment  
• 5.5-9.2 oz.

178 Every  
Day

Sam's Choice®  
Clear American™  
4-Pack Flavored Water  
• Assorted flavors  
• 4, 20-oz. bottles

88¢ Each  
Every Day

Great Value™  
Cookie Assortment  
• Assorted flavors  
• 9, 18 oz.

250 Each Pack  
Every Day

Pop Secret® Multi-Pack  
Microwave Popcorn  
• 8-pack regular-sized or  
10-pack snack-sized  
• Assorted flavors

Special Buy

296

Kid Connection™  
15-Count Salty Snack  
Variety Pack  
One Time Offer

## Things to know when you are offered and/or use credit for the first time:

1. Understand that credit is not free. Interest charges are added every month if you do not pay your bill in full.
2. It is important to pay your bill on time every month. And always pay at least the minimum amount due.
3. Know what's on your credit report. Get yours today from TrueCredit™ at [www.walmart.com](http://www.walmart.com).

WAL-MART  
Financial Services

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P.O. Box 116  
Bentonville, AR 72716

ECH  
PRESORTED  
STANDARD  
U.S. POSTAGE  
PAID  
ADVO, INC.

TTAB Opp. # 91/150,278  
WM/LOUFN10000051

Prices good August 1-7, 2004. Prices and items available only in the USA (may vary in AK and HI). For the store location nearest you, please call 1-800-881-9180.

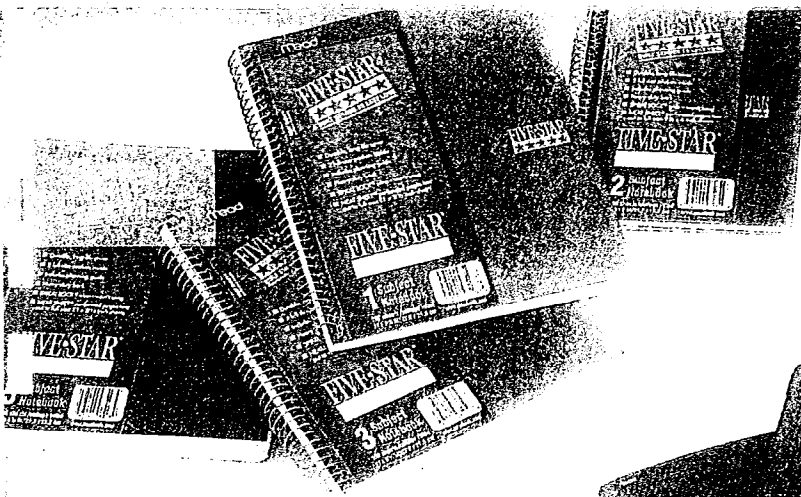
Call toll-free to apply for the Wal-Mart  
Credit Card, 1-877-969-3668.

WAL-MART  
Printed in the USA on Recycled Paper  
Containing at least 10% Post Consumer Fiber

248/16HTB (ADVO)

R17-1278 ADVO Printed by Veritas, Charlotte, NC



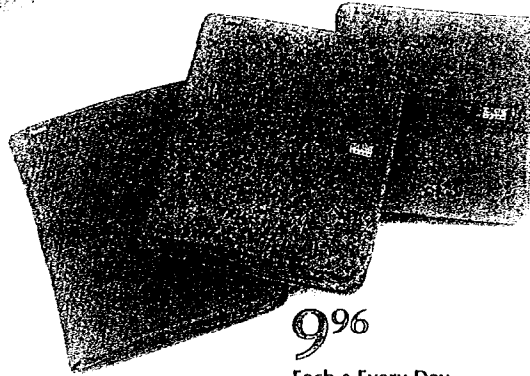


**ROLLBACK**

~~5.50~~

Mead® FiveStar™ 1-Subject Notebook

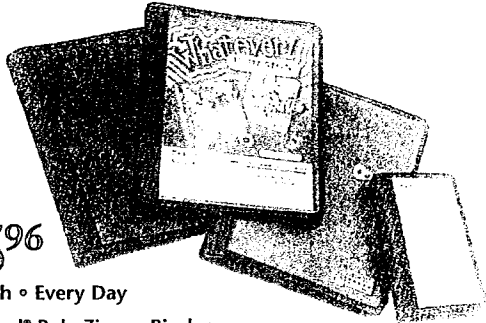
	Every Day
2 Subject .....	1.97
3 Subject .....	3.57
5 Subject .....	4.97



**9.96**

Each • Every Day

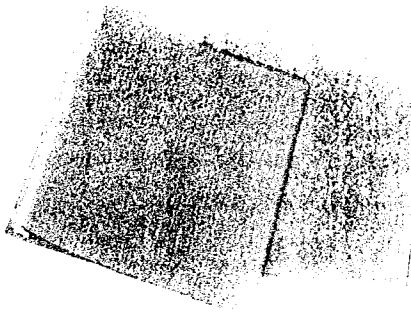
Mead® FiveStar™ First Gear Binder  
Zipper or ensemble style.



**5.96**

Each • Every Day

Mead® Poly Zipper Binder  
Assorted styles.



**9.77**

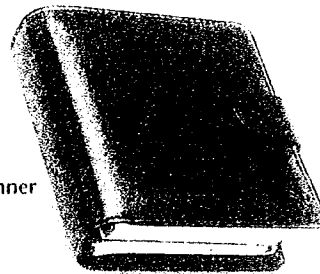
Each • Every Day

Mead® Slicker Binder

**9.77**

Every Day

Mead®  
Fat Little Planner

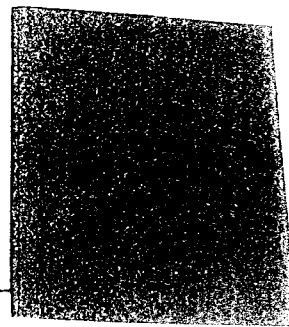


**ROLLBACK**

~~5.10~~

Was 4.26 each

Mead® Portfolio Folder  
2 pockets. 3 prongs.



**4.47**

Every Day

Pentech™ Fireworks!®  
Pastel Gel Roller Pens  
6 pack.

**ROLLBACK**

~~4.50~~

Was 5.47

Pentel® Metallic Gel Roller Pens  
5 pack.



TTAB Opp. # 91/150,278  
WM/LOUFNI0000042



239<sup>97</sup>

Every Day

Boys' Keychain Watch

Girls' Keychain Watch

Every Day \$5.10



187

Every Day

Gel-ink® Notebook

Makes taking notes fun!

90 Sheets • Solid Color • Wide Ruled  
8-1/2" X 11" IN (21.5 X 27.9 cm)

Includes 5 Gel Pens

Gel-ink® Notebook

ACID FREE



447

Every Day

6-Pack Pentel® 'Fireworks'®  
Pastel Gel Roller Pens

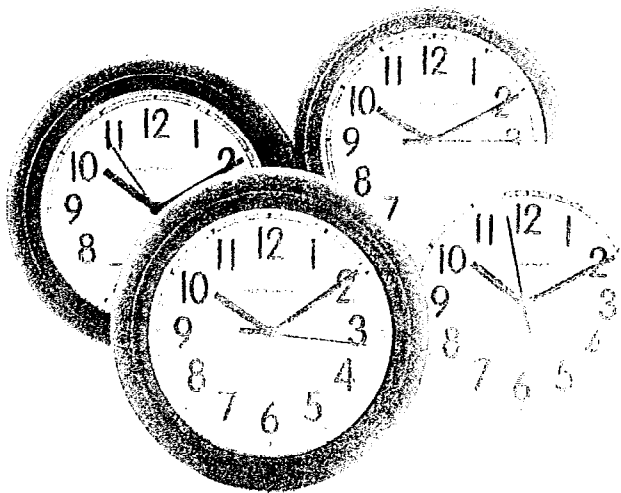
2 for \$9

Vias 5-47

5-Pack Pentel® Metallic  
Gel Roller Pens

Writes on light or dark paper

TTAB Opp. # 91/150,278  
WM/LOUFNI0000044

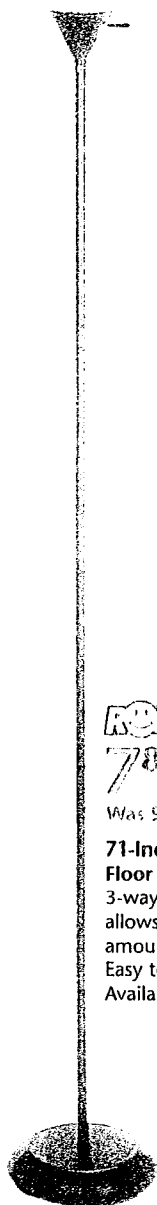


**ROLLBACK**

**4.96**

Was 9.96

**Cascade Clock**  
Quartz accuracy in  
assorted fashion colors.

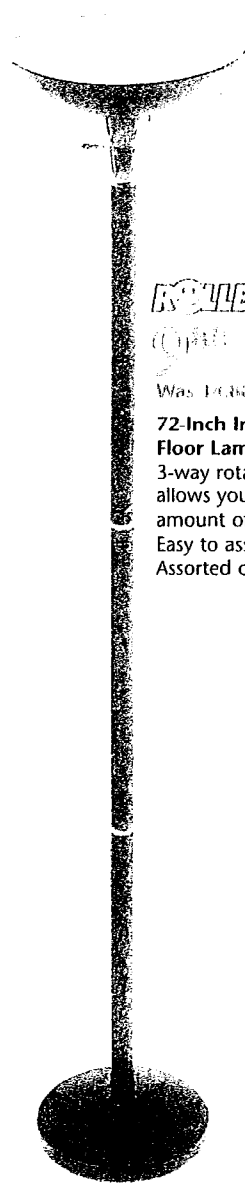


**ROLLBACK**

**7.88**

Was 9.97

**71-Inch Incandescent  
Floor Lamp**  
3-way rotary switch  
allows you to adjust the  
amount of light needed.  
Easy to assemble.  
Available in black.

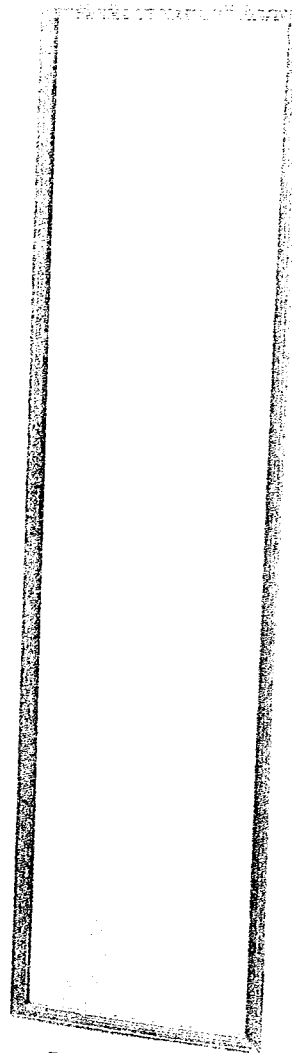


**ROLLBACK**

**10.88**

Was 14.88

**72-Inch Incandescent  
Floor Lamp**  
3-way rotary switch  
allows you to adjust the  
amount of light needed.  
Easy to assemble.  
Assorted colors.



**ROLLBACK**

**4.88**

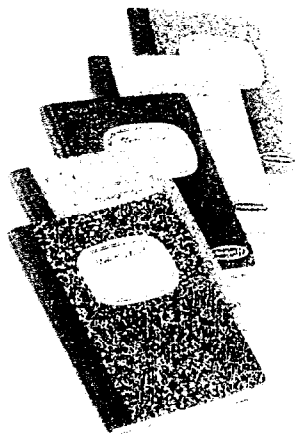
Was 5.88

**Door Mirror**  
12 x 48 inches. Nos. DM18PK/  
1248NIC8/1012/20-6000.



Prices good through August 1 - 31, 2000. WAL-MART'S ADVERTISED MERCHANDISE POLICY - It is our firm intention to have every advertised item in stock. Occasionally, however, an advertised item may not be available for purchase due to unforeseen difficulties. If this happens, Wal-Mart will sell you a similar item at a comparable price (or reduction in price if the item is on sale). Or, if you prefer, we will issue you a Rain Check at your request so you may purchase the item (excluding Special Buy items) at the advertised price when it becomes available. We reserve the right to limit quantities to normal retail purchases. Offer and/or limitations void where prohibited by law. ©2000 Wal-Mart Stores, Inc. Printed in the USA.

TTAB Opp. # 91/150,278  
WM/LOUFNI0000043

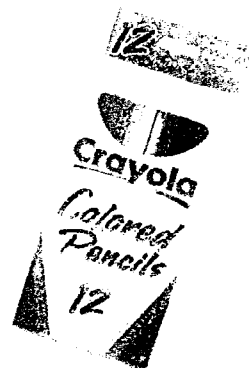


**ROLLBACK**  
**88¢**  
 Each • Was \$1.29  
 Composition Book  
 Assorted colors.

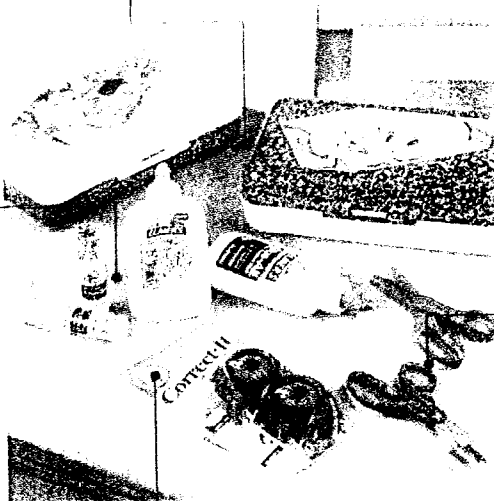
**79¢**  
 Every Day  
 Pooh® Phone  
 & Address Book



**ROLLBACK**  
**88¢**  
 Was 1.97  
 Crayola® Colored Pencils  
 12-count box.



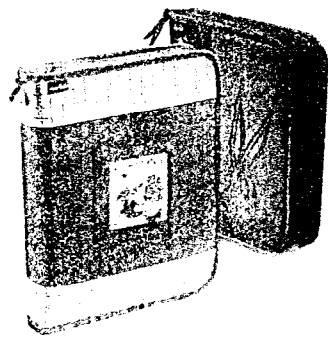
**19¢**  
 Each • Every Day  
 Scooby-Doo® or Looney Tunes®  
 Spacemaker Box



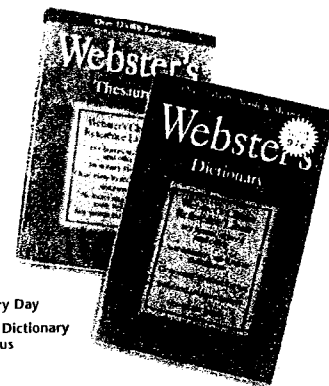
**ROLLBACK**  
**4 for \$1**  
 Was 78¢ - 96¢ • Each  
 Elmer's® Glue Assortment  
 4-ounce School Glue,  
 4-ounce Glue-All® or twin-pack  
 School Glue Stick. Non-toxic.

**ROLLBACK**  
**2 for \$3**  
 Was 1.88 • Each  
 Fiskars® Scissors  
 Blunt or pointed tip.

**ROLLBACK**  
**\$3**  
 Was 3.47  
 2-Pack Correct-It™  
 Applies dry for shadow-free copies.

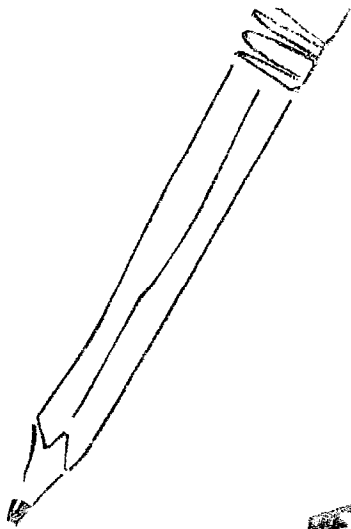


**99¢**  
 Each • Every Day  
 Pooh™ or Looney Tunes®  
 Zipper Binder



**97¢**  
 Each • Every Day  
 Webster's® Dictionary  
 or Thesaurus

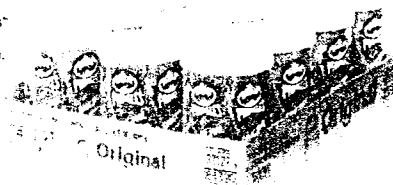
TTAB Opp. # 91/150,278  
 WM/L.OUFN10000045



4<sup>97</sup>

Every Day

12-Pack Pringles®  
Original or sour  
cream and onion.  
12, 5 oz. cans.



5<sup>97</sup> BACK

2 for \$5  
Was 3.14

Doritos® or Cheetos®  
12-Sack



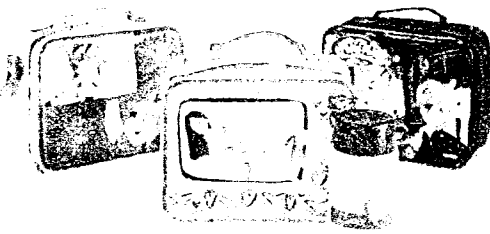
5<sup>97</sup> BACK

Was 7.33  
Frito-Lay Snacks  
Variety Pack  
27 bags per pack.

5<sup>97</sup> BACK

2 for \$4  
Was 2.97

Doritos®  
14.5 ounces.  
Assorted flavors.



5<sup>97</sup> BACK

Each - Was 7.97

Soft-Sided Lunch Kit  
Barbie®, Pokémon®  
or Pooh®. Kit includes  
Thermos® beverage holder.

2 for \$3

Every Day  
Great Value®  
Fruit Smiles  
9 ounces.





**ROLLBACK**  
75¢

Each • Was 1.97  
Gatorade®  
All flavors. 64 ounces.

**ROLLBACK**  
75¢

Was 1.97  
10-Pack Hi-C®  
All flavors.



**ROLLBACK**  
2 for \$3

Was 1.76 • Each Pack  
Sam's American Choice™  
Clear American Sparkling Beverage  
4 pack. Assorted flavors.



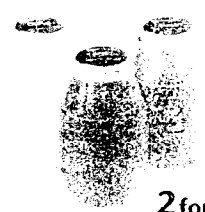
**ROLLBACK**  
2 for \$3

Was 1.76 • Each  
Kellogg's™ Snackums®  
4.8 ounces. Assorted flavors.



**ROLLBACK**  
77¢

Each • Was 2.27  
Act II® Popcorn  
All flavors. 3-8 count.



2 for \$5  
Every Day  
Lil Hugs®  
74 count.

197

Every Day  
Kellogg's®  
Rice Krispies Treats®  
All flavors. 6-8 count.



297

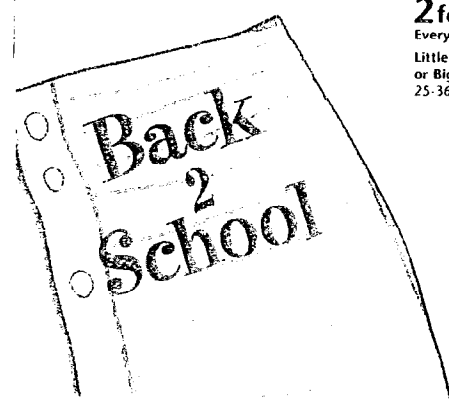
Every Day  
Aberloyle Springs Water  
12 pack.

2 for \$5

Every Day  
Little Debbie® Big Nutty Bars  
or Big Oatmeal Creme Pies  
25-36 ounces.

97¢

Every Day  
Hunt's® Snack Pack® Pudding  
Assorted flavors. 4 pack.



**ROLLBACK**  
187

Was 1.97  
10-Pack Capri Sun®  
All flavors.



Shop [www.wal-mart.com](http://www.wal-mart.com)

Prices good July 7 - August 31, 2000. WAL-MART'S ADVERTISED MERCHANDISE POLICY: It is our firm intention to have every advertised item may not be available for purchase due to unforeseen difficulties. If this happens, Wal-Mart will sell you a similar item at a... item is on sale. Or, if you prefer, we will issue you a Rain Check at your request so you may purchase the item (excluding Special Buy Items) at the advertised price when it becomes available. We reserve the right to limit quantities to normal retail purchases. Offer and/or limitations void where prohibited by law ©2000 Wal-Mart Stores, Inc. Printed in the USA.

TTAB Opp. # 91/150,278  
WM/LOUFN10000047

# WART

Prices good August 1-7, 2011

## Helping you with savings

**58¢** Each

Avery® 1-Inch Binder  
with Inside Pockets

**68¢** Each  
Every Day

Fashion Portfolio  
Assortment  
Colors and patterns may  
vary by store

**12**  
**COLORED  
PENCILS**

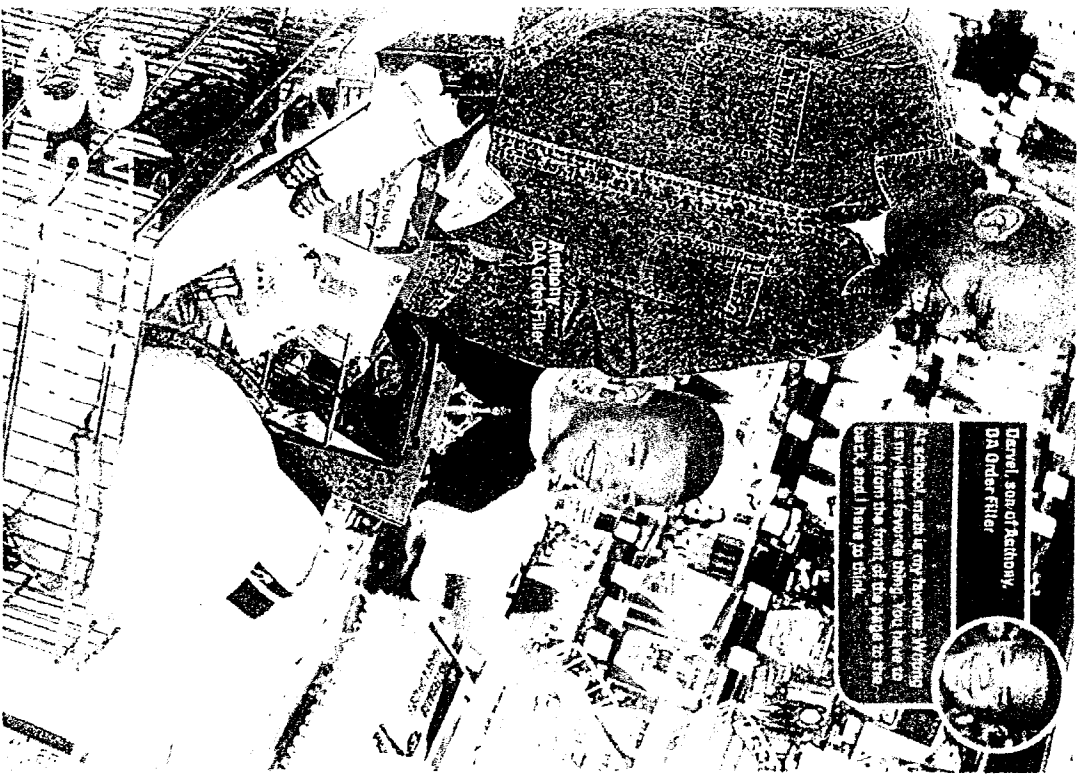
**10**  
**MARKERS**  
CLASSIC COLORS

10 Non-Toxic Markers

**\$1** Each

Crayola® 10-Count Markers  
or 12-Count Colored Pencils

TTAB Opp. # 91/150,278  
WM/LOUFN10000048



Daniel, son of Anthony,  
DA Order File

At school, math is my favorite. Writing is my least favorite thing. You have to write from the front of the page to the back, and I have to think.

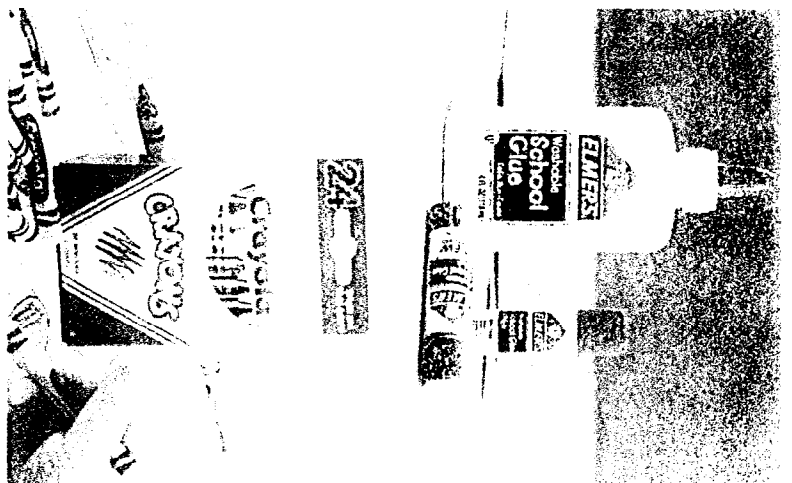
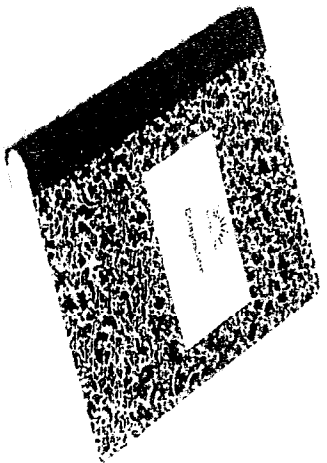
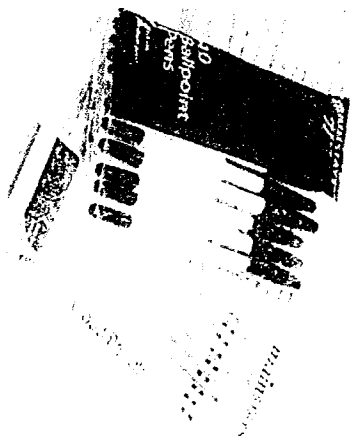


Because you work hard for every dollar, you deserve the lowest price we can offer every time you make a purchase. You deserve our Every Day Low Price. It's not a sale. It's a price that's low, consistent, and every day. To make your dollar go further at Wal-Mart.

## ROLLBACK

There is one big opportunity to pass over price savings on to you by lowering our Every Day Low prices whenever we can. When our costs go down, we'll roll back the price to lower our prices for you. Just look for the Rollback sticker (also throughout this ad) as well as in your store.

When you see items with the Special Buy logo, you know that you're getting an exceptional value. It may be an item that we carry every day that includes an additional amount of the same product or another product for a limited time. Or it could be an item that we carry while supplies last, at a very special price.



33¢

Elmer's® Glue All® or School Glue Washable, Non-toxic, 4 ounces.

2-Pack Glue Sticks 0.42 ounces.

42¢

Crayola® 24-Count Crayons Assorted colors.

58¢

Me Boundaries™ Composition Notebook Wide-ruled, 100 pages.

48¢

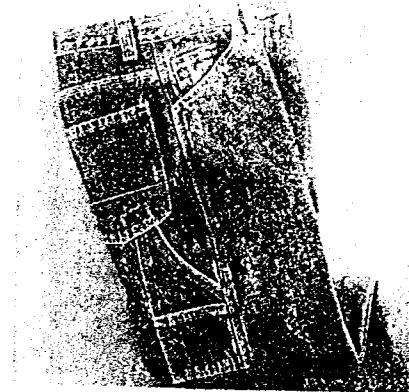
Each Every Day Mainstays™ 16-Count Ballpoint Pens or Pencils Black, blue or red ink pens or #2 lead pencils with eraser tips.

TTAB Opp # 91/150,278  
WMT 01/FN10000000





**673** Every Day  
Boys' Bugle Boy®  
Screen-Printed T-Shirt  
Assortment  
Sizes 4-18.



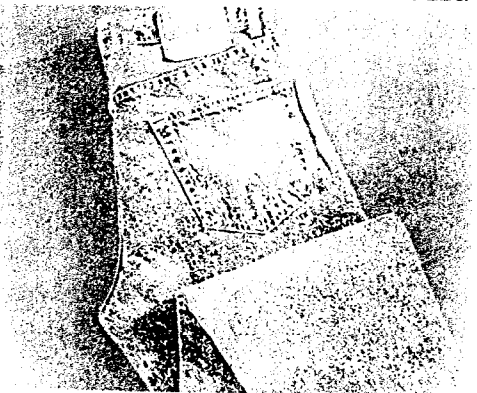
**ROLLBACK**  
**1144** Was 11.93  
Boys' Bugle Boy®  
Carpenter Jeans  
Adjustable waist. Assorted  
finishes. Sizes 4-18.  
8-18H • Was 14.93, Now 13.44



**976** Each Every Day  
Men's Levi Strauss  
Signature Series™  
Graphic T-Shirt Assortment  
Sizes S-XL.  
2X-3X • Every Day, 11.76



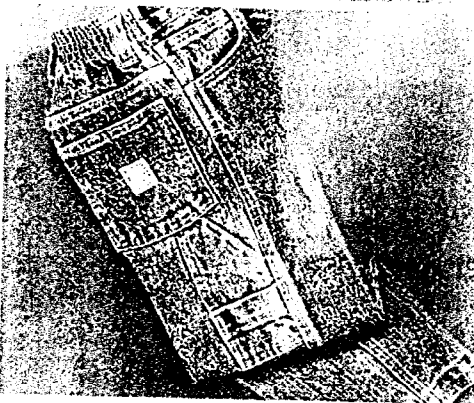
**2982** Every Day  
Men's Levi Strauss  
Signature Series™  
Trucker Jacket  
Sizes S-XL.  
2X-4X • Every Day, 34.82



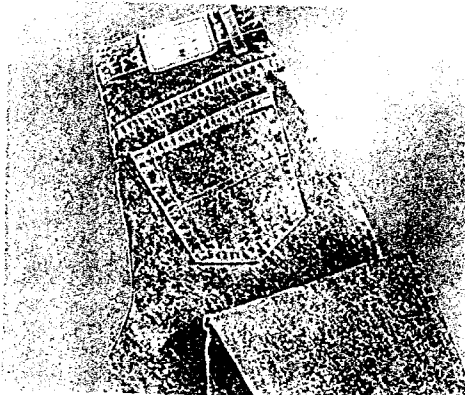
**ROLLBACK**  
**1968** Was 22.68  
Men's Levi Strauss  
Signature Series™ Jeans  
Regular or relaxed fit.  
Assorted finishes. Sizes 30-42.



**ROLLBACK**  
**1968** Was 24.68  
Men's Levi Strauss  
Signature Series™  
Carpenter Jeans  
Assorted finishes. Sizes 30-40.  
Boys' Sizes  
4-7 • Every Day, 13.68  
8-18 • Every Day, 15.68  
8-18H • Every Day, 16.68



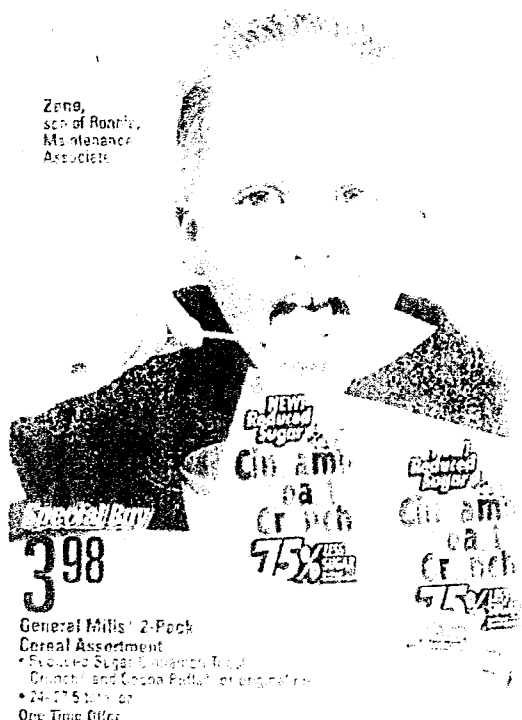
**ROLLBACK**  
**884** Was 10.52  
Boys' Faded Glory®  
Carpenter Jeans  
Assorted finishes. Sizes 8-18.  
4-7 • Was 9.52, Now 7.84  
8-18H • Was 12.52, Now 9.94



**ROLLBACK**  
**984** Was 10.77  
Men's Faded Glory® Jeans  
Original or relaxed fit. Assorted  
finishes. Sizes 30-42.

TTAB Opp. # 91/150,278  
WM/LOUFNT0000050

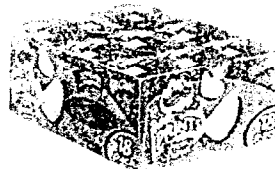
Zena,  
son of Ronny's,  
Maintenance  
Associate



**Special Buy**  
**3.98**  
General Mills® 2-Pack  
Cereal Assortment  
• Excludes Sugar Cinnamon Toast  
• Crunch® and Cocoa Puffs® or original  
• 24-27.5 oz. or  
One Time Offer

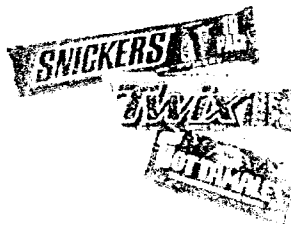
## School Time

**1.97** Each  
Every Day  
Hawaiian Punch® Drink  
• Assorted Flavors  
• 12.5 fl. oz.



**Back**  
**\$5** Was  
\$5.49  
Pringles® 18-Pack  
Snack Stack Chips  
• 18, 0.81-oz. stacks

**2.50** Every  
Day  
Sam's Choice®  
12-Pack Water  
• 12, 20-oz. bottles



**97¢** Each Pack  
Every Day  
10-Pack Miniature  
Candy Bar Assortment

Boxed Candy Assortment  
• 5.5-9.2 oz.

**1.78** Every  
Day  
Sam's Choice®  
Clear American®  
4-Pack Flavored Water  
• Assorted Flavors  
• 4, 20-oz. bottles



**88¢** Each  
Every Day  
Great Value®  
Cookie Assortment  
• Assorted flavors  
• 9-18 oz.

**2.25** Each  
Every Day  
Kellogg's® Cereal Bars or Pop-Tarts®  
• Assorted flavors  
• 4.5-11.25 oz.

**2.50** Each Pack  
Every Day  
Pop Secret® Multi-Pack  
Microwave Popcorn  
• 2-pack: regular-sized or  
10-pack snack-sized  
• Assorted flavors



**Special Buy**  
**2.96**  
Kid Connection®  
15-Count Salty Snack  
Variety Sack  
One Time Offer

### Things to know when you are offered and/or use credit for the first time:

1. Understand that credit is not free. Interest charges are added every month if you do not pay your bill in full.
2. It is important to pay your bill on time every month. And always pay at least the minimum amount due.
3. Know what's on your credit report. Get yours today from TrueCredit™ at [www.walmart.com](http://www.walmart.com).

**WAL-MART**  
Financial Services

Wal-Mart Stores, Inc.  
P.O. Box 116  
Bentonville, AR 72716

ECR  
PRESORTED  
STANDARD  
U.S. POSTAGE  
PAID  
ALVO, INC.

TTAB Opp. # 91/150,278  
WM/LOUFNI0000051

**WAL-MART'S ADVERTISED MERCHANDISE POLICY** - It is our firm intention to have every advertised item in stock. Occasionally, however, an advertised item may not be available for purchase due to unforeseen difficulties. If this happens, Wal-Mart will sell you a similar item at a comparable price (or reduction in price if the item is on sale). Or, if you prefer, we will issue you a Rain Check at your request so you may purchase the item (excluding Special Buy - One Time Offer items) at the advertised price when it becomes available. We reserve the right to limit quantities to normal retail purchases. Offer and/or limitations void where prohibited by law. ©2004 Wal-Mart Stores, Inc. Printed in the USA.

Prices good **August 1-7, 2004**. Prices and items available only in the USA (may vary in AK and HI). For the store location nearest you, please call 1-800-881-9130.

**WAL-MART**  
Call toll-free to apply for the Wal-Mart  
Credit Card, 1-877-969-3668.

**WAL-MART**  
Printed in the USA on Recycled Paper  
Containing at least 10% Post Consumer Fiber  
2-BV10416 (2/04)

WAL★MART® 1998 Annual



# Shareholder Report

**LOOK**  
who's on  
the DOW!

## MAKING THE GRADE

- Strategy pays off
- Asset management
- Shareholder value
- Tech leadership
- Inventory control



**PLUS**

**PEOPLE POWER**



**SUPERCENTERS**

**GLOBAL GROWTH**

TTAB Opp. # 91/150,278  
WM/LOUFNI0000052

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- 4 **Growth by design**  
With a strategy for improving returns on our investment base, Wal-Mart focuses on customer and shareholder value.

### 5 UP FRONT

- 6 **Letters to Wal-Mart**  
Our customers don't just shop at Wal-Mart, they also let us know how they liked it! Here is a sampling from our mailbox in 1997.

- 7 **Giving back to our communities**  
The Children's Miracle Network is just one of the causes that Wal-Mart associates support.

- 8 **People power**  
"Our People Make the Difference" — shareholder value and customer service built on respect for the individual.

- 10 **The Wal-Mart economy**  
Only a major real estate and transportation company could move \$118 billion in product and house 825,000 people. And that company is Wal-Mart!

### 11 COVER REPORT: MAKING THE GRADE

- 12 **People + Product + Price = (Shareholder) VALUE!**  
1997 was another record-setting year for Wal-Mart, as we lead the industry in sales and earnings.

- 14 **Merchandising for results**  
Improvements in merchandising, asset management, inventory control and technology keep Wal-Mart earnings growing steadily.

- 16 **Engine for earnings**  
Wal-Mart, Supercenters and SAM'S Club drive U.S. growth — and refinements in merchandising are revving the engine.

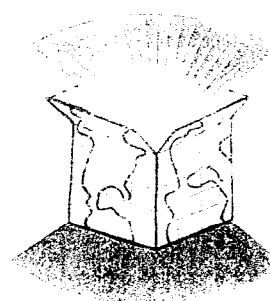
- 17 **Driving force**  
Meet the 14 men and women who offer their diverse business talents and experience to Wal-Mart as members of our Board of Directors.

- 18 **A world of opportunity**  
The Wal-Mart Way wins customers worldwide — and we learn more with each country we serve.

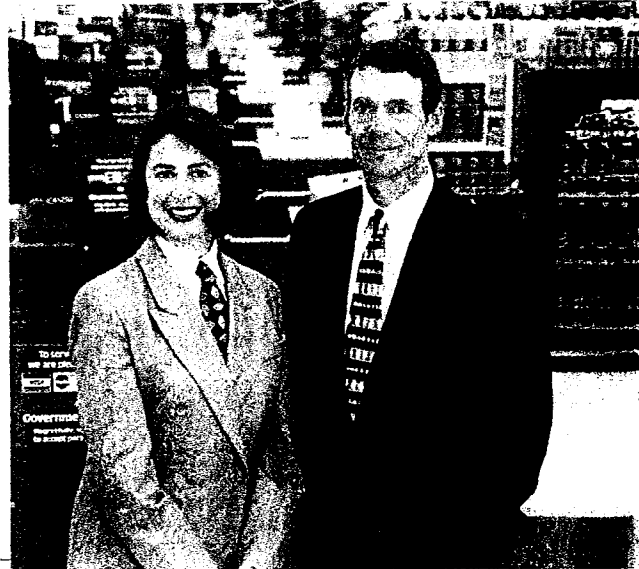
- 20 **Financials**

- 39 **Corporate Information**

4 The attributes that made Wal-Mart a success in the United States are also leading to success in the global arena.



16 Continuous learning drives the refinements in merchandising that keep Wal-Mart growing.





18 Wal-Mart value translates into any culture.  
Just ask John Evanson of Store 3064 in Oakville,  
Ontario, Canada.



6 Who's Number One? The customer!  
Read what they think about Wal-Mart.

17 Meet the Board of Directors that guides Wal-Mart.  
Pictured here, Dr. Paula Stern and John Walton.

## WAL-MART

Special Report  
1998

1 9 9 8

### DIRECTORS

Jerome Arango  
Paul R. Carter  
John A. Cooper Jr.  
Stephen Friedman  
Stanley C. Gutt  
David D. Glass  
Frederick S. Humphries  
E. Stanley Koenke  
Elizabeth A. Sanders  
Jack C. Shewmaker  
Donald G. Soderquist  
Dr. Paula Stern  
John T. Walton  
S. Robson Walton

CHAIRMAN OF THE BOARD S. Robson Walton

CEO, PRESIDENT David D. Glass

VICE CHAIRMAN, COO Donald G. Soderquist

EXECUTIVE VP,  
PRESIDENT -  
WAL-MART REALTY Paul R. Carter

EXECUTIVE VP -  
MERCHANDISING Bob Connolly

EXECUTIVE VP, COO -  
OPERATIONS Thomas M. Coughlin  
WAL-MART STORES  
DIVISION

EXECUTIVE VP -  
SPECIALTY DIVISION David Dible

EXECUTIVE VP,  
PRESIDENT -  
SAM'S CLUB DIVISION Mark Hansen

EXECUTIVE VP,  
PRESIDENT -  
INTERNATIONAL DIVISION Bob L. Martin

EXECUTIVE VP, COO John B. Menzies

EXECUTIVE VP,  
PRESIDENT -  
WAL-MART STORES  
DIVISION D. Lee Scott

EXECUTIVE VP -  
SUPERCENTER Nick White

SENIOR VP, SECRETARY -  
GENERAL COUNSEL Robert K. Rhoads

SENIOR VP, FINANCE -  
TREASURER J.J. Fitzsimmons

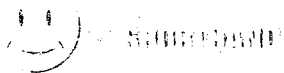
TTAB Opp. # 91/150,278  
WM/LOUFNI0000054



People +  
Product +  
Price =

(shareholder)  
**VALUE!**

*Fiscal 1998 was another record-setting year for Wal-Mart as we led the industry in sales and earnings.*



When Wal-Mart first went public, a foresighted investor could have bought 100 shares of the stock for \$1,650. Today, that investor's 100 shares would have grown to 102,400 shares, worth more than \$5.1 million, for an average gain of more than \$180,000 per year.

Imagine a company with revenues of nearly \$120 billion. This hypothetical company is the largest in its industry - not just in the United States, but in the world.

How likely is it that this company could continue to be a growth stock? Not very, the conventional wisdom would respond - but then, Wal-Mart has never paid much attention to conventional wisdom.

After passing the milestone of \$100 billion in revenues in fiscal

1997, Wal-Mart followed up by making 1998 the biggest year in its history, setting another sales record with revenues of \$118 billion.

Not only did Wal-Mart extend its standing as the largest retailer in the world, but our fiscal 1998 increase in sales (\$13.1 billion), by itself, would make Wal-Mart the ninth-largest retailer in the nation.

"Pound for pound in fiscal 1998, we had the best year in the history of the company," said David Glass, President and Chief Executive

Officer of Wal-Mart Stores, Inc.

The investment community sat up and took notice. Analyst after analyst has given Wal-Mart ratings of "buy" (Credit Suisse First Boston Corp. and Genesis Merchant Group) or "strong buy" (Salomon Brothers).

No doubt the largest single Wal-Mart investor in fiscal 1998 was Wal-Mart itself. In a move to improve shareholder value, the Board of Directors authorized a \$2 billion share repurchase program. In March 1998, management expanded the share repurchase program to the level of \$2 billion over the next 12 to 18 months.

"Our share repurchase program really sends a message of confidence in the company to Wall Street," said Executive Vice President and Chief Financial Officer John Menzer, "and it was a great investment for us, too. We started buying in the low 20s, and the stock ended up rising 73 percent in the last calendar year. Wal-Mart had the second-highest return to shareholders among the 30 blue-chip stocks that make up the Dow Jones Industrial Average."

Wal-Mart shareholders also saw an immediate increase in their returns in fiscal 1998 when the dividend was increased by 29 percent.

Combine those actions with Wal-Mart's ongoing drive to do business better, increasing profits while managing our capital, and management believes the company is on track to achieve its goal of 15 percent total annual shareholder returns. Analysts agree.

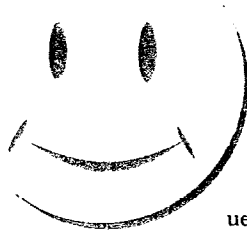
"Wal-Mart's improved execution is more than simply a focus on improving the return on investment," Analyst Michael Exstein of Credit Suisse First Boston wrote in late 1997. "Instead, a number of initiatives, including merchandising and operational changes and more

disciplined financial management, have combined to produce improved results."

By concentrating on the basics of its business, Wal-Mart continues to build shareholder value.

Wal-Mart's growth, in the future as well as the past, is based on a tight focus on the Wal-Mart equation:

"People + Product + Price = VALUE!"



H. Lee Scott Jr., President and CEO of the Wal-Mart Stores Division, identified four key legacies of Wal-Mart Founder Sam Walton that continue to guide the company's quest for ever-greater value:

- 1) Every Day Low Prices (EDLP)
- 2) Customer Service
- 3) Leadership
- 4) Change

"We have never been afraid of change," Scott said, noting that Mr. Sam was always willing to take risks for the sake of change.

"At Wal-Mart, we are always challenging ourselves to continue to improve, because we can't allow ourselves to become complacent," Scott said. "We have not yet

arrived at the level we are always striving to achieve."

Wal-Mart's dedication to value - for our customers, our associates and our shareholders - has produced what Don Soderquist, Vice Chairman and Chief Operating Officer, calls "the most incredible story ever told in American business."

When Wal-Mart first went public, in October 1970, a foresighted investor could have bought 100 shares of the stock for \$1,650. Today, that investor's 100 shares would have grown to 102,400 shares, worth more than \$5.1 million at Wal-Mart's recent closing price of 50, for an average gain of more than \$180,000 per year. In addition, that holding would have paid \$27,000 in dividends in 1997.

"This is a long-term game," Glass said. "We don't have any short-term plans at Wal-Mart. Everything we do is designed to build shareholder value over the long haul. Our opportunities are unparalleled in the history of retailing because of where we are now, and the capability and determination we have to keep getting better."

