

08-14-1998

FORM PTO-1594 (Rev. 9-93) CMB No. 0651-0011 (exp. 4/94)

MWA 8-10-98 REC



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SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

FOOTHILL CAPITAL CORPORATION 11111 SANTA MONICA BLVD. SUITE 1500 LOS ANGELES, CALIFORNIA 90025

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Amendment to release to correct conveying/receiving Execution Date: 12-11-97 parties

2. Name and address of receiving party(ies)

Name: RDM HOLDINGS, INC.

Internal Address:

Street Address: 267 HIGHWAY 74 NORTH

City: PEACHTREE CITY State: GA ZIP: 30269

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State (checked), Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE EXHIBIT A TO RELEASE BY SECURED PARTY

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name:

Internal Address:

RETURN TO: Federal Research Corporation 400 Seventh St., N.W., Suite 131 Washington, DC 20004

Street Address:

City: State: ZIP:

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41).....\$ 440.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481 40.00 OP 02 FC:482 400.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Judy Crowder, as agent Name of Person Signing

Judy Crowder, as agent Signature

Aug 6, 1998 Date

Total number of pages including cover sheet, attachments, and document: 3

TRADEMARK

Mail documents to be recorded with required cover sheet information to:

Exhibit A

RDM HOLDINGS, INC. REGISTERED U.S. TRADEMARKS
(Registrant is still listed as Roadmaster Corporation)

<u>MARK</u>	<u>REG. NO.</u>	<u>CONVEYING PARTY</u>
AMERICAN PLAYWORLD	2,022,935	Roadmaster
AP AMERICAN PLAYWORLD AND DESIGN	1,944,360	Roadmaster
AP DESIGN ONLY	1,969,707	Roadmaster
BIG TEX	1,730,379	Roadmaster
FLEXIBLE FLYER AND DESIGN	1,008,433	Roadmaster
FLEXIBLE FLYER	0,055,077	Roadmaster
FLEXIBLE FLYER	0,042,650	Roadmaster
FLEXIBLE FLYER AND DESIGN	1,590,034	Roadmaster
FLEXIBLE FLYER AND DESIGN	1,738,359	Roadmaster
KID COMFORT	1,774,711	Roadmaster
PRODIGY SWING SYSTEM	2,019,665	Roadmaster
SHOE LOOP	1,831,453	Roadmaster
TRIPLE SKY GLIDER	1,751,972	Roadmaster
FLIP-OVER FUN AND DESIGN	75-268,183	Roadmaster
FLIP-OVER FUND	75-268,182	Roadmaster
GYM DANDY	74-666,849	Roadmaster
GYM DANDY	75-131,897	Roadmaster

Common-law Trademarks and Service Marks

American Playworld (and design)

Rock About (and design)

Saturn (and design)

Voyager (and design)

Makes You Want to Jump! (and design)

Challenger (and design)

RELEASE BY SECURED PARTY

WHEREAS, FOOTHILL CAPITAL CORPORATION, as Agent ("Foothill"), has a security interest in and has taken an assignment of the registered trademarks and common law trademarks and service marks of RDM Holdings, Inc. (formerly known as Roadmaster Corporation) listed on Exhibit A attached hereto (the "Trademarks"), and because contemporaneously herewith such Trademarks are being sold to FF Acquisition Corp. and Foothill's lien is attaching to the proceeds of such sale, Foothill has no further interest in such Trademarks.

Accordingly, Foothill hereby releases all of its interest in and to said Trademarks and hereby conveys the same back to RDM Holdings, Inc., which has an address at Peachtree City, Georgia.

FOOTHILL CAPITAL CORPORATION, as Agent

DATED: December 11, 1997

By: Christopher Stone
Title: Vice President
Address: 1111 Santa Monica Blvd.
Suite 1500
Los Angeles, CA 90025
Attn: Business Finance
Division Manager

Sworn to and subscribed
before me this 11 day
of December, 1997.

Dansha Gray
Notary Public

My commission expires: 2003

ATL. 507953.1

RECORDED: 08/10/1998

TRADEMARK
REEL: 1768 FRAME: 0018