

12-16-1998

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027



100926044

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

MRD 12-10-98

#### Submission Type

New

Resubmission (Non-Recordation)  
Document ID #

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

#### Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year

Merger

Change of Name

Other

#### Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

12/14/1998 DMGUYEN 00000291 1561498

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 OP  
125.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 1826 FRAME: 0687

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,561,498"/>	<input type="text" value="1,534,729"/>	<input type="text" value="1,228,995"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,224,593"/>	<input type="text" value="1,209,145"/>	<input type="text" value="870,653"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Francis Hsueh

12/08/98

Name of Person Signing

Signature

Date Signed

**RELEASE**

This RELEASE is given as of this 10 day of November 1998 by Citibank, N.A., a national banking association ("Assignor"), located at 339 Park Avenue, New York, New York 10043, in favor of B&B Holdings, Inc., an Arizona corporation ("Assignee"), located at 8701 S. Hardy Drive, Tempe, Arizona 85284.

**WHEREAS**, pursuant to a Security Agreement dated as of November 12, 1991 (the "Security Agreement"), by and between Assignee and Assignor, as administrative agent for the lenders referenced therein, Assignee assigned (effective immediately upon acceleration of any of the Secured Obligations after the occurrence of an Event of Default but subject to the terms of the NFL Letter Agreement as provided in Section 9(a) of the Security Agreement, each as defined in the Security Agreement), and granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule A attached hereto (collectively, the "Trademarks") which security interest was recorded in the United States Patent and Trademark Office on November 21, 1991 at Reel 0830/Frame 0711; and

**WHEREAS**, Assignee has fully satisfied all of its obligations under the above referenced Security Agreement and Assignor desires to release its security interest in and continuing lien upon the Trademarks.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby releases its security interest in and continuing lien upon the Trademarks and reassigns any and all interest that it may have in the Trademarks to Assignee.

**IN WITNESS WHEREOF**, Assignor has caused this RELEASE to be duly executed by its officer thereunto duly authorized as of the date above first written.

**ASSIGNOR**  
Citibank, N.A.

By: Kimberly A. Harper  
Name: Kimberly A. Harper  
Title: Vice President

STATE OF New York )  
COUNTY OF New York ) SS.

I, a notary public, in and for the county and state aforesaid, do hereby certify that Kimberly A. Harper personally known to me to be the vice president of Citibank, N.A., a national banking association, appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of said corporation pursuant to authority granted to him/her by the board of directors of said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this 10 day of November, 1998.

Dot Morgan  
Notary Public

My commission expires: 4/8/2000

DOT MORGAN  
Notary Public, State of New York  
No. 01M05058313  
Qualified in New York County  
Commission Expires April 8, 2000

**SCHEDULE A  
TRADEMARKS**

<b>TRADEMARK</b>	<b>REG. OR APP. NUMBER</b>	<b>REG. OR APP. DATE</b>	<b>OWNER</b>
HEAT WAVE	1,561,498	10/17/89	B&B Holdings, Inc.
PHOENIX CARDINALS	1,534,729	4/11/89	B&B Holdings, Inc.
7 & Design	1,228,995	3/01/83	B&B Holdings, Inc.
7 & Design	1,224,593	1/18/83	B&B Holdings, Inc.
CARDINALS	1,209,145	9/14/82	B&B Holdings, Inc.
DESIGN ONLY	870.653	6/03/69	B&B Holdings, Inc.

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RECORDED: 12/10/1998

TRADEMARK  
REEL: 1826 FRAME: 0691