

07-20-1999

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)



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To the Honorable Commissioner c

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attached original documents or copy thereof.

1. Name of conveying party(ies):

Bankers Trust Company

07-07-1999

and address of receiving party(ies)

Bradlees Stores, Inc.

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

al Address:

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

Street Address: One Bradlees Circle

City: Braintree State: MA ZIP: 02184

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

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

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

(Designations must be a separate document from assignment)

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Trademarks Release of Security Interest
- Merger
- Change of Name

Execution Date: February 1, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule A 893917

Additional numbers attached? Yes No

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

Name: Amy Lee

Internal Address: Latham & Watkins

Street Address: 885 Third Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 42

7. Total fee (37 CFR 3.41).....\$ 1,065

- 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
02 FC:482

40.00 OP
1025.00 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.

Amy S. Lee
Name of Person Signing

[Signature]
Signature

7/1/99
Date

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

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

TRADEMARK
REEL: 1929 FRAME: 0623

Schedule A
Release of Security Interest in U.S. Trademarks and Registrations by Bankers
Trust Company as Collateral Agent in Favor of Bradlees Stores, Inc.

Trademarks	Number	Date	Description of Goods/Services
BRADLEES	893,917	6/30/70	DEPARTMENT STORE SERVICES
BRADLEES & Design	1,353,394	8/6/85	DEPARTMENT STORE SERVICES
B & Design	1,343,619	6/18/85	DEPARTMENT STORE SERVICES
CERTIFIED VALUE & Design	1,594,667	5/1/90	RETAIL DEPARTMENT STORE SERVICES
CERTIFIED VALUE & Design	1,710,552	8/25/92	RETAIL DEPARTMENT STORE SERVICES
Mrs. B	1,387,106	3/18/86	RETAIL DEPARTMENT STORE SERVICES
BDF	1,540,626	5/23/89	MEN'S CLOTHING; NAMELY DRESS SHIRTS, SWEATERS, SLACKS, KNIT SHIRTS AND JACKETS
BEACH MANIA	1,766,767	4/20/93	MEN'S AND BOY'S CLOTHING; NAMELY T-SHIRTS, SHORTS TANK TOPS, AND BEACH PANTS
B.O.G.	1,474,274	1/26/88	MALE CLOTHING; NAMELY, PANTS, SOCKS, SWIM TRUNKS, AND TANK TOPS
B.O.G.	1,752,656	2/16/93	WOMEN'S APPAREL
B.O.G. FOR BABY	1,778,403	6/22/93	
B.O.G. SPORT	1,475,084	6/8/87	MEN'S CLOTHING, NAMELY JEANS, SHORTS, TANK TOPS, JACKETS, SWEATERS, KNIT SHIRTS, SWIMWEAR, SOCKS, AND BOYS' FLEECE TOPS
B.O.G. SPORT	1,778,401	6/22/93	
B.O.G. TRADING CO.	1,675,187	2/11/92	MEN'S CLOTHING; NAMELY, JACKETS, SWEATERS, SHIRTS, TURTLENECK SHIRTS, AND SOCKS
B.O.G. TRADING CO.	1,697,003	6/23/92	WOMEN'S CLOTHING; NAMELY, JACKETS AND COATS
EXCHANGE SPORT	1,778,402	6/22/93	
EXCHANGE UNLIMITED &	1,545,423	6/27/89	PANTS, JEANS, SHIRTS, JACKETS AND SUITS FOR MEN
EXCHANGE UNLIMITED	1,689,593	5/26/92	WOMEN'S AND CHILDREN'S CLOTHING, NAMELY JACKETS, COATS, PANTS, SHIRTS, SKIRTS, DRESSES AND JEANS
HARNES CLUB	1,482,448	3/29/88	SWEATERS

Schedule A**Release of Security Interest in U.S. Trademarks and Registrations by Bankers Trust Company as Collateral Agent in Favor of Bradlees Stores, Inc.**

KIDS CLASSIC & Design	1,706,875	8/11/92	CHILDREN'S CLOTHING; NAMELY, TURTLENECKS, SWEATERS, JUMPERS, ONE-PIECE FOOTED SLEEPWEAR, SOCKS, TIGHTS, DRESSES, OVERALL, PANTS, SHORTS, AND SKIRTS
MOTHER'S CHOICE	1,806,175	1/23/93	INFANTS' SLEEPWEAR
NEW CONCEPTS	1,491,232	6/7/88	SWEATERS AND BLOUSES
NEW CONCEPTS	1,698,428	6/30/92	WOMEN'S CLOTHING; NAMELY JACKETS, COATS, PANTS, DRESSES, HATS, SCARVES, GLOVES
NEW CONCEPTS	1,712,729	9/1/92	WOMEN'S INTIMATE APPAREL; NAMELY, PANTIES, SLEEPWEAR AND ROBES
OUTER IMAGE	1,514,670	11/29/88	WOMEN'S CLOTHING NAMELY, DENIM AND POLAR FLEECE JACKETS AND BLAZERS
PRIDES LANDING	1,722,945	10/6/92	JEWELRY; HANDBAGS
PRIDES LANDING	1,724,665	10/13/92	MEN'S, WOMEN'S AND CHILDREN'S CLOTHING; NAMELY, SWEATERS, JACKETS, COATS, SHORTS, PANTS, SHIRTS, TIES, ROBES, SOCKS, UNDERWEAR, DRESSES, HATS, SCARVES, GLOVES, BELTS, AND SLEEPWEAR
REBECCA LYNN	1,482,447	3/29/88	SWEATERS
REBECCA LYNN	1,740,443	8/6/90	JEWELRY; HANDBAGS; WOMEN'S CLOTHING; NAMELY JACKETS, COATS, PANTS, SHIRTS, SKIRTS, DRESSES, JEANS, HATS, SCARVES, GLOVES AND BELTS
REBECCA LYNN	1,742,342	9/3/91	INTIMATE APPAREL; NAMELY ROBES, NIGHTGOWNS, PANTIES AND PANTYHOSE
SALON STYLE	1,481,490	3/22/88	ELECTRIC HAIR CURLERS; ELECTRIC HAIR DRYERS
SPORTS + CLUB	1,554,767	9/5/89	JACKETS
STAMFORD	1,499,656	8/9/88	WOMEN'S SWEATERS AND KNIT TOPS
STAMFORD CLASSICS	1,695,391	6/16/92	CLOTHING; NAMELY SWEATERS, PANTS, SHIRTS, SKIRTS
SUBURBAN TRAVELER	1,503,108	9/6/88	WOMEN'S CLOTHING NAMELY; STADIUM JACKETS AND CAR COATS
SUN SCAPES	1,515,476	12/6/88	WOMEN'S CLOTHING; NAMELY, SWIMSUITS

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Trust Company as Collateral Agent in Favor of Bradlees Stores, Inc.

TINY TOES	1,605,634	7/10/90	LAYETTE SETS, NAMELY CRIB SHEETS, WASH CLOTHS AND RECEIVING BLANKETS; INFANTS' CLOTHING; NAMELY, CLOTH BIBS, HOODED TOWELS TO BE WORN AFTER BATHING, BATH GOWNS, DRAWSTRING GOWNS AND ONE-PIECE UNDERWEAR
TINY TOES	1,679,885	3/17/92	INFANTS' TIGHTS
TRIMMINGS ETC.	1,637,524	3/12/91	ELECTRIC LIGHTS; CHRISTMAS TREE DECORATIONS
CRESCENT BAY	1,810,080	12/7/93	MENS CLOTHING, NAMELY SLACKS, SHIRTS, SHORTS AND JACKETS AND WOMEN'S CLOTHING, NAMELY SLACKS, SHORTS, BLOUSES, COATS, PARKAS AND JACKETS
HEARTHESIDE VILLAGE	1,849,939	8/16/94	DECORATIVE ITEMS; NAMELY MINATURE BUILDINGS MADE OF CERAMIC MATERIALS
MADISON & RHODES	1,956,663	2/13/96	MEN'S CLOTHING; NAMELY SHIRTS; JACKETS AND PARKAS, AND WOMENS CLOTHING; NAMELY, SLACKS, BLOUSES AND JACKETS

LATHAM & WATKINS

Commissioner of Patents and Trademarks
July 1, 1999
Page Two

The recorded Release should be returned to me at the New York address on this letterhead. Please call me at 212-906-1314 if you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Amy S. Lee', with a long horizontal flourish extending to the right.

Amy S. Lee
Legal Assistant

Enclosures

cc: Chris Plaut, Esq.

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TRADEMARK
REEL: 1929 FRAME: 0627

TRADEMARKS RELEASE OF SECURITY INTEREST

Reference is hereby made to the agreement dated February 28, 1994, between Bradlees Stores, Inc. and Bankers Trust Company (the "Agreement") pursuant to which Bradlees Stores, Inc., a Massachusetts corporation as successor in interest by merger to Bradlees New England, Inc., a Delaware corporation, with its principal place of business at One Bradlees Circle, Braintree, Massachusetts 02184 ("BSI"), granted and/or assigned a security interest in the federally registered trademarks identified on Schedule A hereto (the "Trademarks") and/or made an assignment for security of the Trademarks to, Bankers Trust Company with principal offices at 280 Park Avenue, New York, New York 10017 ("BTC"). The Agreement was recorded in the United States Patent and Trademark Office on March 25, 1994 at Reel 1123, Frame 0327.

BTC hereby acknowledges and agrees that, notwithstanding the grant and/or assignment of a security interest in, and/or the assignment for security of BSI's right, title and interest in and to, the Trademarks, together with the registrations thereof and all goodwill of the business symbolized by said Trademarks, pursuant to the Agreement or otherwise, BTC hereby releases all such right, title and interest, including but not limited to its security interest and all liens in the Trademarks, and such registrations and goodwill, and re-assigns such right, title and interest, together with such registrations and goodwill, to BSI.

Dated as of ^{February 1}~~January~~ __, 1999

[Seal]

BANKERS TRUST COMPANY

By: 

Name:

Title: **ALLAN M. STEWART**
MANAGING DIRECTOR

Address for Notices:

Bankers Trust Company

280 Park Avenue,

New York, New York 10017

Attn: SPECIAL LOAN GROUP

TRADEMARK
REEL: 1929 FRAME: 0628

