

09-23-1999

U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office

FORM PTO-1594

(1-31-92)

MRU
9-23-99



Type of document

To the Honorable Commissioner of Patents and Trademarks 101152751

original documents or copy thereof.

1. Name of conveying party(ies):
Treat Entertainment, Inc.
202 N. Court Street
Florence, Alabama 35630

Individual(s)
 General Partnership
 Corporation-State Alabama
 Other

Association
 Limited Partnership

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

2. Name and address of receiving party(ies):
Name: SunTrust Bank, Atlanta
Internal Address:
Street Address: 25 Park Place, 24th Floor
City Atlanta State GA ZIP 30303

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from this assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment
 Security Agreement
 Other Release of Security Agreement

Merger
 Change of Name

Execution Date: September 16, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No(s)
See attached

B. Trademark registration No(s)
See attached

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Pamela Allen
Internal Address: King & Spalding
Street Address: 191 Peachtree Street
City: Atlanta State: GA ZIP 30303

6. Total number of applications and registrations involved:
7. Total fee (37 CFR 3.41): \$5,090.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: 110980 (additional charges)
(Attach duplicate copy of this page if paying by deposit account)

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.
Pamela Allen *Pamela A. Allen* 9/21/99
Name of Person Signing Signature Date
Total number of pages comprising cover sheet: 11

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

Do not detach this portion

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

09/28/1999 JSHWBAZZ 00000003 110980 2157615 Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

01 FC:401 40.00 OP
02 FC:482 25.00 CH 5056.00 OP

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TRADEMARK

REEL: 001959 FRAME: 0261

EXHIBIT A

TRADEMARK	APPLICATION REGISTRATION NO.	SERIAL REGISTRATION DATE
1st & 10	2,157,615	5/12/98
3 PT. SHOOTERS	1,697,620	6/30/92
6-SESS	75/504200	6/17/98
50 YARD LINE SEAT	1,708,165	8/18/92
7TH INNING STRETCH	1,792,169	9/7/93
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A DAY AT THE PARK	1,920,858	9/19/95
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ADVENTURER	1,949,221	1/16/96
AIR SLAMMIN	2,034,423	1/28/97
AMBASSADOR	1,021,483	9/30/75
ANCO	960,322	6/5/73
BACKPACK BUDDIES	75/395813	11/25/97
BASE HIT	1,708,144	8/18/92
BASE LINE	1,920,851	9/19/95
BASE RUNNER	1,788,870	8/17/93
BASEBALL TODAY	2,040,942	2/25/97
BASEBALL'S GREAT ESTATES	1,751,282	2/9/93
BASES LOADED	1,655,540	9/3/91
BASKETBALL TODAY	2,040,941	2/25/97
BATTER UP	1,836,157	5/10/94
BATTER'S BOX	1,798,644	10/12/93
BERRY BLUE BOOKS	2,067,951	6/3/97

BERRY BLUE BOOKS and Design	2,067,976	6/3/97
BEST OF THE BEST	2,033,252	1/28/97
BIG BEST BOOK	2,169,985	6/30/98
BLUE LINE	2,029,462	1/14/97
BOOKS BY ME!	75/282201	4/28/97
BOX BLASTER	2,046,081	3/18/97
BREAKAWAY	1,877,145	1/31/95
Captain Treat Design	1,816,405	1/11/94
Captain Treat Design	1,806,042	11/23/93
CARD COLLECTORS DIGEST	1,816,247	1/11/94
CARD MATE	1,641,242	4/16/91
CARD STADIUM	1,747,769	1/19/93
CENTERFIELD	1,798,664	10/12/93
CHECKERED FLAG	1,874,642	1/17/95
CLASSIC	1,979,458	6/11/96
CLUBHOUSE	1,836,161	5/10/94
COBRA	74/621704	1/17/95
COLLECTIBLES UNLIMITED	2,044,337	3/11/97
COLLECTOR'S DEPOT	1,999,338	9/10/96
COMIC GOLD	1,783,421	7/20/93
CONCESSION STAND	74/481970	1/21/94
CREATIVE EDGE	75/205277	11/27/96
CRYSTAL MOUNT	1,859,636	10/25/94
DALMATIAN PRESS	2,120,339	12/9/97
DALMATIAN PRESS	75/230951	1/24/97
DALMATION PRESS and Design	2,065,895	5/27/97
Dalmation Press Design	75/119139	6/14/96
DALMATION PRESS PUPPY PACK	2,154,532	5/5/98

TRADEMARK
REEL: 001959 FRAME: 0263

DE VILLE	783,128	1/12/65
Design Locker Room	2,113,624	11/18/97
DESIGNATED HITTER	1,786,124	8/3/93
DIAPER DECAL	75/241589	2/13/97
DOJO	75/205276	11/27/96
DOODLEWONKERS	1,960,420	3/5/96
DOUBLE DRIBBLE	1,739,026	12/8/92
DOUBLE PLAY	1,747,767	1/19/93
DYNASTY	2,046,250	3/18/97
END ZONE	1,708,163	8/18/92
ERA	1,798,661	10/12/93
EXTRA INNINGS	1,808,445	11/30/93
FAST BALL	1,737,616	12/1/92
FAST BREAK	1,939,131	2/27/96
FAST LANE	2,166,048	6/16/98
FAST TRACK	1,866,359	12/6/94
FIELD GOAL	1,766,690	4/20/93
FIELDER'S CHOICE	1,782,629	7/20/93
FINAL LAP	1,991,502	8/6/96
FINAL SHOT	75/500598	6/11/98
FIRST DOWN	1,795,814	9/28/93
FOOTBALL TODAY	2,040,955	2/25/97
FOURPEAT	74/425790	8/16/93
FRAME BY FRAME	2,055,662	4/22/97
FREE THROW	1,917,257	9/5/95
FULL COUNT	1,798,643	10/12/93
FULL COURT	1,861,390	11/1/94
GAME BALL	1,805,271	11/16/93

GOAL LINE STAND	1,740,583	12/15/92
GOOD & PLENTY	75/286680	5/5/97
GRAND SLAM	1,832,156	4/19/94
GRAND SLAM	1,442,098	6/9/87
GRAND SLAM	1,835,765	5/10/94
GREEN FLAG	1,867,619	12/13/94
HEADS & TAILS	2,061,683	5/13/97
HOCKEY TODAY	2,040,940	2/25/97
HOLIDAY HOMERUN	1,767,453	4/27/93
HOME LEARNING TOOLS	75/420335	1/20/98
HOME PLATE	1,742,273	12/22/92
HOME RUN	1,750,093	2/2/93
HOUSE OF CARDS	2,022,562	12/10/96
HOW TO COLLECT STAMPS	1,937,628	11/21/95
ICING	1,775,867	6/8/93
I'M YOURS	75/248397	2/26/97
IN THE DRAFT	2,059,560	5/6/97
IN THE PAINT	1,935,733	11/14/95
IN THE PAINT	1,889,860	4/18/95
INSIDE THE PARK	1,782,111	7/13/93
INSTANT REPLAY	1,975,631	5/28/96
INTERCEPTION	1,796,978	10/5/93
INTERNATIONAL KAP ALLIANCE	1,965,564	4/2/96
JUMP BALL	1,789,881	8/24/93
JUMP SHOT	1,890,504	4/18/95
KEY EVENTS	2,059,575	5/6/97
KIDSTOWN	75/141038	7/25/96
LAST DANCE	75/500541	6/11/98
LAST STAND	75/504202	6/17/98

TRADEMARK
REEL: 001959 FRAME: 0265

LICENSED TO JAM	1,933,363	11/7/95
LIVE THE DREAM	1,972,432	5/7/96
LIVE THE DREAM	1,933,391	11/7/95
LOCKER ROOM	2,146,563	3/24/98
MAJOR PROSPECTS	2,049,378	4/1/97
MASTER	1,947,067	1/9/96
MASTERWORK and Design	1,002,777	1/28/75
OUT OF THE PARK	1,739,028	12/8/92
PATRIOT	1,949,220	1/16/96
PENNANT CHASE	1,917,260	9/5/95
PENNANT POWER	1,679,372	3/17/92
PENNANT WINNERS	2,049,366	4/1/97
PHILATELY TODAY	1,953,353	1/30/96
PICK UP CLUB	75/156330	8/27/96
PIGSKIN	1,737,618	12/1/92
PINCH HITTER	1,836,155	5/10/94
PLAY BY PLAY	1,980,961	6/18/96
PLAYING FIELD	1,708,143	8/18/92
POCKET MATE	1,718,061	9/22/92
POLY PULLS	1,802,063	11/2/93
POWER PACK	1,723,705	10/13/92
PREGAME WARM-UP	1,967,090	4/9/96
PUPPY PACK	2,168,401	6/23/98
RAISE THE ROOF	75/248390	2/26/97
RARITIES	1,793,102	9/14/93
REBOUND	1,917,256	9/5/95
ROOKIE CUBE	1,835,038	5/3/94
ROOKIE PROTECTOR	1,798,702	10/12/93

RUNS BATTED IN	1,800,697	10/26/93
SANDLOT	2,127,513	1/6/98
SENIOR STATESMAN	998,977	11/26/74
SLAPSHOT	1,786,134	8/3/93
SPOT THE DIFFERENCE	2,102,176	9/30/97
SPOTTED BORDER DESIGN	75/369564	10/2/97
SQUEEZE PLAY	1,796,968	10/5/93
STAR FRAME	1,887,175	4/4/95
STAR PROTECTOR	1,802,122	11/2/93
STRIKE OUT	1,917,255	9/5/95
STRIKE ZONE	1,706,722	8/11/92
SUDDEN IMPACT	1,873,782	1/17/95
SUPER PLAYS	2,061,962	5/13/97
SWEET SPOT	1,883,573	3/14/95
SWEET SPOT	1,931,904	10/31/95
TREAT FLORENCE ALABAMA and Design	1,806,042	11/23/93
TATTUTORS	75/438417	2/23/98
TEAR AND SHARE	2,045,129	3/11/97
THE BULLET	1,828,227	3/29/94
THE BULL PEN	1,727,543	10/27/92
THE FORMULA FOR PARENTING	2,169,384	6/30/98
THE GRAND STANDS	1,751,283	2/9/93
THE HUDDLE	1,708,164	8/18/92
THE INVESTOR'S CHOICES	1,862,463	11/15/94
THE KICK OFF	1,795,815	9/28/93
THE MAIN EVENT	2,057,683	4/29/97
THE QUAD SQUAD	74/425789	8/16/93
THE SEASON THAT NEVER ENDED	2,010,827	10/22/96

TRADEMARK
REEL: 001959 FRAME: 0267

THE SOLID HIT	1,780,241	7/6/93
THE ULTIMATE FUN BOOK	2,171,825	7/7/98
THE UMPIRE	1,878,233	2/7/95
THE WINNING PLAY	1,739,029	12/8/92
THIS MONTH IN BASEBALL	2,072,058	6/17/97
THIS MONTH IN BASKETBALL	2,072,057	6/17/97
THIS MONTH IN FOOTBALL	2,072,059	6/17/97
TOUCH THE STARS	2,044,201	3/11/97
TOUCHDOWN	1,829,391	4/5/94
TOWER OF POWER	1,740,582	12/15/92
TREAT	2,010,568	10/22/96
TREAT	74/626676	1/27/95
TREAT	74/661008	4/12/95
TREAT	74/716032	8/11/95
TREAT	75/010779	10/26/95
TREAT (Baseball Design)	1,806,024	11/23/93
TREAT (Basketball Design)	1,800,682	10/26/93
TREAT (Combined Design)	1,799,290	10/19/93
TREAT (Football Design)	1,800,684	10/26/93
TREAT (Hockey Design)	1,800,721	10/26/93
TREAT (Shooting Star Design)	2,178,769	8/4/98
TREAT (Shooting Star Design)	1,979,337	6/11/96
TREAT CARD CANE	1,909,303	8/1/95
TREAT COLLECTORS DIGEST	1,864,676	11/29/94
TREAT GOLD	1,800,685	10/26/93
TREAT GOLD	1,917,254	9/5/95
TREAT PEDIGREE COLLECTION	2,018,025	11/19/96

TREAT PROAUTOGRAPHS	2,077,778	7/8/97
TREAT PROAUTOGRAPHS and Design	2,084,202	7/29/97
TREAT PRO SIGNATURES	2,055,640	4/22/97
TRIPLE DOUBLE	2,109,354	10/28/97
TRIPLE PLAY	1,718,110	9/22/92
TRIPLE PLAY	1,783,505	7/20/93
WHAT'S UP IN BASEBALL	2,010,418	10/22/96
WIND UP	1,759,163	3/16/93
WINNER'S CIRCLE	1,901,210	6/20/95
WINNING PITCH	1,756,128	3/2/93
YARD O'CARDS	2,058,255	4/29/97

TRADEMARK
REEL: 001959 FRAME: 0269

RELEASE OF COLLATERAL ASSIGNMENT AND SECURITY AGREEMENT
(TRADEMARKS)

FOR VALUE RECEIVED, the undersigned, SUNTRUST BANK, ATLANTA, a Georgia banking corporation (the "Secured Party") in its capacity as agent (the "Agent") for itself and the Lenders party from time to time to that certain Credit Agreement, dated as of August 15, 1998, by and among Treat Entertainment, Inc., an Alabama corporation (the "Grantor") the Agent and the Lenders, does hereby grant, assign and convey absolutely, and release any security interest or collateral assignment in, unto the Grantor, WITHOUT ANY REPRESENTATION OR WARRANTY OF TITLE AND WITHOUT RECOURSE, all of its right, title and interest, in, to and under (i) the trademarks, tradenames and service marks listed on Exhibit A hereto, (ii) all renewals thereof, (iii) all income, royalties, damages and payments now and hereafter due and/or payable under and with respect thereto, including without limitation, damages and payments for past or future infringements thereof, (iv) the right to sue for past, present and future infringements thereof, (v) all rights corresponding thereto throughout the world, and (vi) all goodwill of the Assignor's business connected with and symbolized by such trademarks, tradenames and service marks (collectively, the "Trademarks") to the extent any of the foregoing was transferred to the Assignee and filed in the United States Patent and Trademark Office on November 4, 1998 on Feel 1771 Frame 0227.

IN WITNESS WHEREOF, the Secured Party has caused this Release of Collateral Assignment and Security Agreement (Trademarks) to be executed under seal by one of its duly authorized officers on this 16th day of September, 1999.

SECURED PARTY:

SUNTRUST BANK, ATLANTA, a Georgia
banking corporation, in its capacity as Agent

By: *David Edge*
Name: DAVID EDGE
Title: VICE PRESIDENT

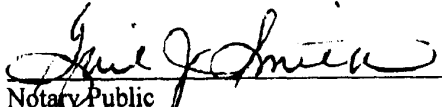
TRADEMARK
REEL: 001959 FRAME: 0270

STATE OF GEORGIA)

COUNTY OF FULTON)

) ss.:
)

The foregoing Release of Trademark Assignment and Security Interest was executed and acknowledged before me this 16 day of September, 1999 by DAVID ADKINS, personally known to me to be the VICE PRESIDENT of SUNTRUST BANK, ATLANTA, a Georgia banking corporation.


Notary Public

My commission expires:
Notary Public, Fulton County, Georgia
My Commission Expires Jan. 29, 2002

**TRADEMARK
REEL: 001959 FRAME: 0271**

EXHIBIT A

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LAST STAND	75/504202	6/17/98

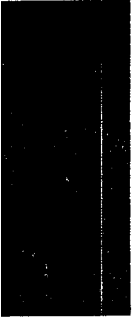
TRADEMARK
REEL: 001959 FRAME: 0275

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PLAYING FIELD	1,708,143	8/18/92
POCKET MATE	1,718,061	9/22/92
POLY PULLS	1,802,063	11/2/93
POWER PACK	1,723,705	10/13/92
PREGAME WARM-UP	1,967,090	4/9/96
PUPPY PACK	2,168,401	6/23/98
RAISE THE ROOF	75/248390	2/26/97
RARITIES	1,793,102	9/14/93
REBOUND	1,917,256	9/5/95
ROOKIE CUBE	1,835,038	5/3/94
ROOKIE PROTECTOR	1,798,702	10/12/93

RUNS BATTED IN	1,800,697	10/26/93
SANDLOT	2,127,513	1/6/98
SENIOR STATESMAN	998,977	11/26/74
SLAPSHOT	1,786,134	8/3/93
SPOT THE DIFFERENCE	2,102,176	9/30/97
SPOTTED BORDER DESIGN	75/369564	10/2/97
SQUEEZE PLAY	1,796,968	10/5/93
STAR FRAME	1,887,175	4/4/95
STAR PROTECTOR	1,802,122	11/2/93
STRIKE OUT	1,917,255	9/5/95
STRIKE ZONE	1,706,722	8/11/92
SUDDEN IMPACT	1,873,782	1/17/95
SUPER PLAYS	2,061,962	5/13/97
SWEET SPOT	1,883,573	3/14/95
SWEET SPOT	1,931,904	10/31/95
TREAT FLORENCE ALABAMA and Design	1,806,042	11/23/93
TATTUTORS	75/438417	2/23/98
TEAR AND SHARE	2,045,129	3/11/97
THE BULLET	1,828,227	3/29/94
THE BULL PEN	1,727,543	10/27/92
THE FORMULA FOR PARENTING	2,169,384	6/30/98
THE GRAND STANDS	1,751,283	2/9/93
THE HUDDLE	1,708,164	8/18/92
THE INVESTOR'S CHOICES	1,862,463	11/15/94
THE KICK OFF	1,795,815	9/28/93
THE MAIN EVENT	2,057,683	4/29/97
THE QUAD SQUAD	74/425789	8/16/93
THE SEASON THAT NEVER ENDED	2,010,827	10/22/96

TRADEMARK
REEL: 001969 FRAME: 0277

THE SOLID HIT	1,780,241	7/6/93
THE ULTIMATE FUN BOOK	2,171,825	7/7/98
THE UMPIRE	1,878,233	2/7/95
THE WINNING PLAY	1,739,029	12/8/92
THIS MONTH IN BASEBALL	2,072,058	6/17/97
THIS MONTH IN BASKETBALL	2,072,057	6/17/97
THIS MONTH IN FOOTBALL	2,072,059	6/17/97
TOUCH THE STARS	2,044,201	3/11/97
TOUCHDOWN	1,829,391	4/5/94
TOWER OF POWER	1,740,582	12/15/92
TREAT	2,010,568	10/22/96
TREAT	74/626676	1/27/95
TREAT	74/661008	4/12/95
TREAT	74/716032	8/11/95
TREAT	75/010779	10/26/95
TREAT (Baseball Design)	1,806,024	11/23/93
TREAT (Basketball Design)	1,800,682	10/26/93
TREAT (Combined Design)	1,799,290	10/19/93
TREAT (Football Design)	1,800,684	10/26/93
TREAT (Hockey Design)	1,800,721	10/26/93
TREAT (Shooting Star Design)	2,178,769	8/4/98
TREAT (Shooting Star Design)	1,979,337	6/11/96
TREAT CARD CANE	1,909,303	8/1/95
TREAT COLLECTORS DIGEST	1,864,676	11/29/94
TREAT GOLD	1,800,685	10/26/93
TREAT GOLD	1,917,254	9/5/95
TREAT PEDIGREE COLLECTION	2,018,025	11/19/96



TREAT PROAUTOGRAPHS	2,077,778	7/8/97
TREAT PROAUTOGRAPHS and Design	2,084,202	7/29/97
TREAT PRO SIGNATURES	2,055,640	4/22/97
TRIPLE DOUBLE	2,109,354	10/28/97
TRIPLE PLAY	1,718,110	9/22/92
TRIPLE PLAY	1,783,505	7/20/93
WHAT'S UP IN BASEBALL	2,010,418	10/22/96
WIND UP	1,759,163	3/16/93
WINNER'S CIRCLE	1,901,210	6/20/95
WINNING PITCH	1,756,128	3/2/93
YARD O'CARDS	2,058,255	4/29/97

RECORDED: 09/23/1999

**TRADEMARK
REEL: 001959 FRAME: 0279**