

5-24-01



06-01-2001



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RECORDATION FORM COVER S
TRADEMARKS ONLY

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

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: additional names of conveying parties attached
 Execution Date
 Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark: additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

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 Project. 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

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

617 248 5000

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)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ ~~222.00~~ \$615.00

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.

Mitchell L. Garrett
Name of Person Signing

MLG
Signature

24 May 2001
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 05/31/79
OMB 0851-0027

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

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)

75611592	75611593	

2338200	2346949	

RELEASE OF SECURITY INTEREST IN TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS, that CONGRESS FINANCIAL CORPORATION, as Agent, a Delaware corporation (hereinafter referred to as "Secured Party"), having an office at 1133 Avenue of the Americas, New York, New York 10036, DOES HEREBY CERTIFY that all security interests granted in any and all trademarks, tradenames, trade styles, service marks and other assets (collectively, "Trademarks") of CHILDREN'S DEVELOPMENT, INC., a Delaware corporation ("Debtor"), having a place of business at 103 Foulk Road, Suite 202, Wilmington, Delaware 19805 pursuant to a certain Trademark Collateral Assignment and Security Agreement, dated July 25, 2000, recorded in the United States Patent and Trademark Office on August 4, 2000 at Reel 002127, Frame 0539 (the "Trademark Security Agreement"), which Trademarks include those trademarks identified in Schedule A annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby, are released and all interests in such property previously assigned to Secured Party under the Trademark Security Agreement are hereby reassigned to Debtor, without recourse or representation or warranty, express or implied, of any kind and Secured Party hereby represents and warrants to Debtor that Secured Party has not previously assigned or transferred any of its rights or interests in any security interests in or liens upon any such property.

IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 14th day of May, 2001.

CONGRESS FINANCIAL CORPORATION,
as Agent

By: Laurence S Forte

Title: SVP

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On the 14 day of May, 2001, before me personally came Laurence S. Forte, to me known, who being by me duly sworn, did depose and say, that he/~~she~~ is the Sr. V.P. of CONGRESS FINANCIAL CORPORATION and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he/~~she~~ acknowledged the execution of said instrument to be the free act and deed of said corporation.

Amy Hotaling

Notary Public

AMY HOTALING
NOTARY PUBLIC, State of New York
#4862060 Qualified in New York County
Commission Expires June 23, 2002

TRADEMARK

REEL: 002307 FRAME: 0114

EXHIBIT A

TRADEMARK APPLICATION NUMBERS	TRADEMARK REGISTRATION NUMBERS
75-768225	1,730,089
75-824712	1,735,825
75-611246	1,781,919
75-856022	2,184,879
75-539496	2,185,796
75-611215	2,223,839
75-663413	2,322,479
75-663416	2,322,480
75-788783	2,324,283
75-611592	2,338,200
75-611593	2,346,949