

06-20-2001



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RECORDATION FORM COVER SHEET  
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
  - Merger  Change of Name
  - Other
- Effective Date  
Month Day Year

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

FOR OFFICE USE ONLY

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01 FC:481  
02 FC:482

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50.00 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

**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="897535"/>	<input type="text" value="1063568"/>	<input type="text" value="1750211"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<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.

LORI POTTS  06/11/01  
 Name of Person Signing Signature Date Signed

**RELEASE OF SECURITY AGREEMENT – (TRADEMARK)**

**WHEREAS**, Congress Financial Corporation (Southern) ("Congress"), having an office at 200 Galleria Parkway, Suite 1500, Atlanta, Georgia 30339, entered into a Trademark Collateral Assignment and Security Agreement (the "Trademark Agreement") with Bill's Dollar Stores, Inc. ("Debtor") having an address at 1025 Northpark Drive, Ridgeland, Mississippi 39157, to secure payment of obligations of Debtor to Congress; and

**WHEREAS**, an executed copy of the Trademark Agreement was filed at the United States Patent and Trademark Office in Reel 1412, Frame 0534 on November 13, 1995; and

**WHEREAS**, pursuant to the Trademark Agreement, Debtor granted to Congress a lien on and security interest in its right, title and interest in an to the trademarks listed on Exhibit A annexed hereto (the "Trademarks"); and

**WHEREAS**, Debtor has requested that Congress release its lien on and security interest in the trademarks;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Congress hereby:

1. Releases any and all liens on and its security interest in its right, title and interest in and to the Trademarks;
2. Agrees that any rights that Congress has or may have in and to the Trademarks under and pursuant to the Security Agreement are hereby terminated; and
3. Authorizes and requests the Commissioner of Patents and Trademarks of the United States of America to note and record the existence of the release hereby created.

**IN WITNESS WHEREOF**, Congress has caused this release to be signed by its duly authorized officer this 31 day of May, 2001.

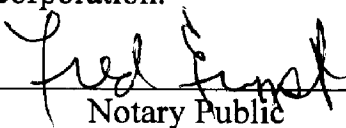
CONGRESS FINANCIAL CORPORATION  
(SOUTHERN)

By: Morris P. Holloway

Title: Sr. Vice President

STATE OF GEORGIA                    )  
  ) SS:  
COUNTY OF COBB                    )

On this 31 day of May 2001, before me personally came Morris P. Holloway, to me known who stated that he is the Sr. Vice President of Congress Financial Corporation (Southern), the corporation described in and which executed the foregoing instrument; and that he signed his name thereto duly authorized on behalf of said corporation.

  
\_\_\_\_\_  
Notary Public

**Notary Public, Cobb County, Georgia**  
My Commission Expires Nov. 8, 2002

EXHIBIT A

**List of Trademarks and Service Marks**

1. Trademark: Bill's Dollar Store's (Reg. No. 0897535, Serial No. 72-324256)
2. Trademark: Bill's (Reg. No. 1063568; Serial No. 73-096926)
3. Trademark: Pearl River Clothing Co. (Reg. No. 1750211; Serial No. 74 -231184)