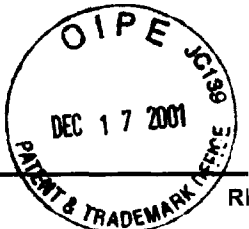


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

7M 2/20/02

1. Name of conveying party(ies):

FINOVA Capital Corporation

12-17-01

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

2-21-02

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

2. Name and address of receiving party(ies)

Name: Joseph-Beth Booksellers, LLC

Internal Address:

Address:

Street Address: 1727 Eastern Avenue

City: Cincinnati State: OH Zip: 45202

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

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 Release of Trademarks
- Merger
- Change of Name

Execution Date: December 10, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1796600, 1976571

1978294, 1980987, 1808194

Additional number(s) attached Yes No

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

Name: Selena M. Tierney

Internal Address: Greenebaum Doll & McDonald

Street Address: 2800 Chemed Center

255 East Fifth Street

City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Selena M. Tierney, Esq.

December 13, 2001

Name of Person Signing

Signature

Date

12/19/2001 DBYRME 00000138 1796600

Total number of pages including cover sheet, attachments, and document: 4

01 FC:481 02 FC:482

40.00 DP 100.00 DP All documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

RELEASE OF TRADEMARKS

THIS RELEASE OF TRADEMARKS is dated as of December 5, 2001 by FINOVA CAPITAL CORPORATION ("Lender"), a Delaware corporation whose address is 355 South Grand Avenue, Los Angeles, California 90071.

WHEREAS, Lender and JOSEPH-BETH BOOKSELLERS, LLC ("Debtor"), a Tennessee limited liability company whose address is 1727 Eastern Avenue, Cincinnati, Ohio 45202, entered into that certain Trademark Security Agreement (as amended, restated or otherwise modified prior to the date hereof, the "Trademark Security Agreement"), dated as of October 9, 1998;

WHEREAS, the Trademark Security Agreement granted Lender a security interest in, among other things, certain trademarks, tradenames, trademark registrations, service marks, trade styles, terms, designs and trademark applications ("Trademarks"), including, without limitation, the Trademarks listed on Schedule A attached hereto as security for certain obligations of Debtor to Lender (the "Obligations");

WHEREAS, Lender recorded the Trademark Security Agreement on October 21, 1998 at Reel 1802, Frame 0355 in the United States Patent and Trademark Office; and

WHEREAS, Debtor has satisfied all of the Obligations and has requested that Lender release its security interests in the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby agrees as follows:

Lender hereby fully releases and terminates its security interests in and liens on:

(a) all of Debtor's now existing or hereafter acquired right, title and interest in and to: all Trademarks which are now filed with the United States Patent and Trademark Office, any similar office or agency of any state, territory or possession of the United States or Canada or any similar office or agency of any other country or used in the United States, any state, territory or possession thereof including, without limitation, Puerto Rico, or any other country, and (i) any renewals thereof, (ii) all income, royalties, damages and payments now and hereafter due or payable with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, (iv) all documents, packages, prints and labels on which said Trademarks have appeared and all designs and general intangibles of a like nature, and (v) all rights corresponding thereto throughout the world;

(b) the goodwill of Debtor's business connected with or symbolized by Trademarks; and

SCHEDULE A

TO

RELEASE OF TRADEMARKS

DESCRIPTION OF TRADEMARKS

Trademark	Trademark Registration Number	Reel/Frame of Assignment to Lender	Registration Filing Date
Davis-Kidd Booksellers, Inc.	1,796,600	1802/0355	October 5, 1993
Joseph-Beth Kids & Design	1,976,571	1802/0355	May 28, 1996
Joseph-Beth Booksellers & Design	1,978,294	1802/0355	June 4, 1996
The Cafe Joseph-Beth	1,980,987	1802/0355	June 18, 1996
Design	1,808,194	1802/0355	Nov. 30, 1993