



06-05-2002



102111669

Form PTO-1594 (Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDS & TRADemark OFFICE

PARTMENT OF COMMERCE Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

<p>1. Name of conveying party(ies):  <u>Fleet National Bank (successor-in-interest to BankBoston, N.A.), as Administrative Agent</u></p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation-State  <input checked="" type="checkbox"/> Other <u>national banking association</u> <i>5-31-02</i></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)  Name: <u>Kirkland's, Inc.</u>  Internal Address: <u>805 North Parkway</u>  Street Address: _____  City: <u>Jackson</u> State: <u>TN</u> Zip: <u>38305</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Tennessee</u>  <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</small>  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:  <input type="checkbox"/> Assignment                              <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                      <input type="checkbox"/> Change of Name  <input checked="" type="checkbox"/> Other <u>Release of Security Interest</u></p> <p>Execution Date: <u>May 20, 2002</u></p>	

<p>4. Application number(s) or registration number(s):  A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)  <u>See attached Exhibit A</u></p>
<p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <u>Steven L. Schaaf, Paralegal</u>  Internal Address: <u>Parker, Hudson, Rainer &amp; Dobbs LLP</u>  Street Address: <u>1500 Marquis Two Tower</u>  <u>285 Peachtree Center Avenue, N.E.</u>  City: <u>Atlanta</u> State: <u>GA</u> Zip: <u>30303</u></p>	<p>6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">8</span></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>215.00</u>  <input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:  _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
---	--

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.*

Steven L. Schaaf                      *Steven Schaaf*                      5/29/02  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 5

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

06/04/2002 AMMEDI 00000097 1450144  
01 FC:401 40.00 DP  
02 FC:402 175.00 DP

TRADEMARK REEL: 002518 FRAME: 0025

**EXHIBIT A**  
to Trademark Recordation Form Cover Sheet

Trademarks of Kirkland's, Inc.

Continuation of Item 4:

Trademark Registration Numbers

1,450,144

1,898,976

1,910,097

1,926,373

1,968,811

1,980,021

2,029,084

2,070,074

## TRADEMARK TRANSFER AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, **FLEET NATIONAL BANK**, a national banking association ("Assignor"), does hereby sell, assign, transfer and convey to **KIRKLAND'S, INC.**, a Tennessee corporation ("Assignee"), **without any representation or warranty by, or recourse to**, Assignor, all right, title and interest of Assignor in and to the trademarks listed on Schedule A attached hereto, arising under that certain trademark security agreement dated June 12, 1996, between Assignee and Assignor (as at any time amended, the "Trademark Security Agreement"), recorded February 5, 1998, on Reel No. 1688, Frame 753, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.

This Assignment intended to operate as a release of all liens and security interests conveyed by Assignee to Assignor pursuant to the terms of that certain Trademark Security Agreement, and to reassign to Assignee all of Assignor's right, title, and interest acquired pursuant to the terms of such Trademark Agreement.

IN WITNESS WHEREOF, Assignor has caused this Agreement to be signed and sealed by its duly authorized officers, on May 20, 2002.

**FLEET NATIONAL BANK**

By: Sanghamitra Dutt

Title: DIRECTOR

COMMONWEALTH OF MASSACHUSETTS\_ )

COUNTY OF SUFFOLK \_\_\_\_\_ )

20 BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this day of May, 2002, personally appeared Fleet National Bank, to me known personally, and who, being by me duly sworn, deposes and says that he is the DIRECTOR of Fleet National Bank, a national banking association, and that said instrument was signed by him on behalf of said corporation by authority of its Board of Directors, and said Sanghamitra Dutt acknowledged said instrument to be the free act and deed of said national banking association.

Nicole M. Davis

Notary Public

Executed on May 20, 2002

My Commission Expires:

Dec. 22, 2006

[NOTARIAL SEAL]

SCHEDULE A

to Trademark Transfer and Assignment  
dated May 20, 2002  
by Fleet National Bank  
to Kirkland's, Inc.

1. United States Trademark Registration Number 1,450,144, dated July 28, 1987.
2. United States Trademark Registration Number 1,873,237, dated January 10, 1995.
3. United States Trademark Registration Number 1,898,976, dated June 13, 1995.
4. United States Trademark Registration Number 1,910,097, dated August 8, 1995.
5. United States Trademark Registration Number 1,926,373, dated October 10,  
1995.
6. United States Trademark Registration Number 1,968,811, dated April 16, 1996.
7. United States Trademark Registration Number 1,980,021, dated June 11, 1996.
8. United States Trademark Registration Number 2,029,084, dated January 7, 1997.
9. United States Trademark Registration Number 2,070,074, dated June 10, 1997.
10. United States Trademark Registration Number 2,289,240, dated October 26,  
1999.
11. United States Trademark Registration Number 2,312,426, dated January 25, 2000.

{189617.1} 999991-00186