

06-20-2002



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 => => ▾ ▾ ▾

102128432

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

1. Name of conveying party(ies):

The Bank of Nova Scotia

6-13-02

- Individual(s)       Association
- General Partnership       Limited Partnership
- Corporation-State Nevada
- Other Canadian chartered bank

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

3. Nature of conveyance:

- Assignment       Merger
- Security Agreement       Change of Name
- Other Release of Lien on Trademarks

Execution Date: June 4, 2002

2. Name and address of receiving party(ies):

Name: Grand Canal Shops Mall Subsidiary, LLC

Internal

Address: \_\_\_\_\_

Street Address: 3355 Las Vegas Boulevard

City: Las Vegas State: NV Zip: 89109

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation - State \_\_\_\_\_
- Other Delaware 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

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

A. Trademark Application No.(s)

75/136424 75/511636

B. Trademark Registration No.(s) 2404897

2417906 2358232 2528490 2527712

Additional number(s) attached?  Yes  No

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

Name: Hayley Werner, Esq.

Internal Address: Paul, Weiss, Rifkind,

Wharton & Garrison

Street Address: 1285 Avenue of the Americas

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0706

(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.*

Hayley Werner

Name of Person Signing

*Hayley Werner*  
Signature

6/13/02

Date

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

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

RECEIVED  
 FINANCE SECTION  
 JUN 13 PM 2:41  
 75136424  
 06/19/2002 LABELLER 0000320 500706  
 40.00 CH  
 150.00 CH  
 01 FC:401  
 02 FC:402

TRADEMARK REEL: 002528 FRAME: 0696

Release of Lien on Trademarks

This Release of Lien on Trademarks (the "Release"), dated as of June 4, 2002 is made by and between THE BANK OF NOVA SCOTIA, a Canadian chartered bank (the "Bank"), in its capacity as collateral agent for the Lenders (as such term is defined in the Loan Agreement between the parties dated as of December 20, 1999) and Grand Canal Shops Mall Subsidiary, LLC, a Delaware limited liability company ("Grantor").

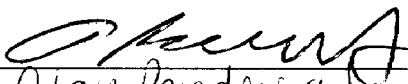
WHEREAS, Bank and Grantor entered into a Trademark Security Agreement ("Security Agreement") dated as of December 20, 1999 and recorded in the Patent and Trademark Office (the "PTO") as of April 3, 2000 at Reel 2067, Frame 0156, pursuant to which the Bank obtained a security interest in certain collateral, including the trademark registrations and applications set forth on Schedule A attached hereto (the "Released Trademarks") to secure the performance of certain obligations (the "Obligations");

WHEREAS, the Obligations have now been satisfied, Grantors have requested that the Bank release any and all interest it may have in the Released Trademarks, and the Bank has agreed to do so.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the Bank does hereby release, relinquish and discharge its security interest in, to and under the Released Trademarks.

IN WITNESS WHEREOF, the Bank has caused this Release to be duly executed as of the date hereinabove set forth.

THE BANK OF NOVA SCOTIA

By:   
Name: Alan Pendergast  
Title: Managing Director

**NOTARY**

STATE OF

*New York*

COUNTY OF

*Nassau*

SS:

On the 4 day of June, 2002 before me and personally came *Wanbendergast* to me known, who, being by me duly sworn, did depose and say that he is *Managing Director* of The Bank of Nova Scotia, the bank described in and which executed the above instrument; that he signed his name thereto on behalf of said bank; and that he acknowledged said instrument to be the free act and deed of said bank.

*MARYBETH CARROLL*  
Notary Public

MARYBETH CARROLL  
Notary Public, State of New York  
No. 01CA6048085  
Qualified in Nassau County  
Commission Expires Sept. 18, 2002

**SCHEDULE A**

<b><u>Country</u></b>	<b><u>Mark</u></b>	<b><u>Reg./App. Number</u></b>
United States	Miscellaneous Design	2404897
United States	Miscellaneous Design	2417906
United States	Miscellaneous Design	2358232
United States	GRAND CANAL SHOPPES	2528490
United States	GRAND CANAL SHOPPES	2527712
United States	THE GRAND CANAL	75/136424
United States	THE GRAND CANAL SHOPS	75/511636