Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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.

1. Name of conveying party(ies):
Heller Financial, Inc.

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☑ Other National Banking Association

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

2. Name and address of receiving party(ies)
Name: Levitz Furniture Corporation
Internal Address:
Street Address: 90 Price Parkway Suite 1
City: Farmingdale State: NY Zip: 11735

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☑ Corporation-State Florida
☐ Other

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 ☐ Merger
☐ Security Agreement ☐ Change of Name
☑ Other Termination of Security Interest
Execution Date: 06/19/2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) See Exhibit A attached

Additional number(s) attached ☑ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Bingham McCutchen LLP/Julie Tamburo
Internal Address:
Street Address: 150 Federal Street
City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41).....$ 390.00(credit card)
☑ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

OP $390.00 2484713

DO NOT USE THIS SPACE

9. Signature.

Julie Tamburo — Name of Person Signing
Julie Tamburo — Signature
June 30, 2003 — Date

Total number of pages including cover sheet, attachments, and document: 6

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

700035443

EXHIBIT A

LEVITZ FURNITURE CORPORATION

Trademarks and Trademark Registrations

	Registrations United States Patent and Trademark Office	
Trademark or Service Mark	Registration No.	Registration Date
My Place	2484713	1/23/01
Love the Way You Live	2422492	9/4/01
Better Rooms for Less	2386797	9/19/00
Captiva Collection	2184523	8/25/98
Homemakers	2116794	11/25/97
Levitz Homemakers	2137806	2/17/98
Lofty Ideas	2151461	4/14/98
Rooms for Less	1803479	11/9/93
We Furnish America's Beautiful Homes	2067895	6/3/97
Your Kind of Place	2133399	1/27/98
Classic House Furniture Galleries with logo	1009039	4/15/75
Classic House	1010853	5/13/75
Levitz Coast to Coast Since 1910 with oval	1043146	7/6/76
Levitz	0969828	10/2/73
Levitz with oval	0966741	8/21/73

TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT

LEVITZ FURNITURE CORPORATION

TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT, dated as of June 19, 2003, by **HELLER FINANCIAL, INC.**, a national banking association, as agent (hereinafter in such capacity, the "Agent"), and Levitz Furniture Corporation, a Florida corporation ("Grantor"), in connection with the Amended and Restated Loan and Security Agreement, dated as of February 26, 2001 (as heretofore amended, and in effect, the "Loan Agreement"), by and among **LEVITZ FURNITURE, LLC**, a Delaware limited liability company ("Levitz"), **SEAMAN FURNITURE COMPANY, INC.**, a Delaware corporation ("Seaman"), (Levitz and Seaman are sometimes collectively referred to as "Borrowers" and individually as a "Borrower"), the Agent and the lending institutions party thereto (the "Lenders").

WHEREAS, in connection with the Loan Agreement, the Grantor and the Agent entered into a Trademark Security Agreement, (the "Trademark Agreement") dated as of February 26, 2001, which Trademark Agreement was recorded March 6, 2001 with the United States Patent and Trademark Office at Reel 002306, Frame 0444 for the purpose of securing payment and performance of the Obligations (as defined in the Loan Agreement);

WHEREAS, pursuant to the Trademark Agreement, the Grantor granted to the Agent, for the benefit of the Agent and the Banks, a security interest in, and granted, assigned and conveyed to the Agent, for the benefit of the Agent and the Banks, by way of collateral security, the Grantor's entire right, title and interest in and to, the Trademark Collateral (as defined in the Trademark Agreement); and

WHEREAS, the Agent has agreed to terminate and release the Trademark Agreement and assign and transfer to the Grantor it's right, title and interest in the Trademark Collateral as herein provided;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby terminates and releases the Trademark Agreement and assigns and transfers to the Grantor, without representation, warranty or recourse, all of the Agent's right, title and interest in and to the Trademark Collateral, including without limitation the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

HELLER FINANCIAL, INC.,
as Agent

By:_____

AUTHORIZED SIGNATORY

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF Connecticut)
)ss.
COUNTY OF Fairfield)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 27 day of June, 2003, personally appeared Larry Fowe to me known personally, and who, being by me duly sworn, deposes and says that he/she is a _____ of **HELLER FINANCIAL, INC.** and that said instrument was signed and sealed on behalf of said bank by authority of its governing body, and said officer acknowledged said bank by authority of its governing body, and said instrument to be the free act and deed of said bank.

Phal Patel
Notary Public
My Commission Expires:

PHAL PATEL
NOTARY PUBLIC
STATE OF CONNECTICUT
My Commission Expires March 31, 2008

BUSDOCS:1190879.1

EXHIBIT A

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