

05-09-2003

5-9-03

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



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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.

<p>1. Name of conveying party(ies): JPMorgan Chase Bank (tka The Chase Manhattan Bank), as Collateral Agent</p> <p style="text-align: center; font-size: 24px;">5-9-03</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other</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)</p> <p>Name: <u>Geary's, LLC</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>9 Ross Simons Drive</u></p> <p>City: <u>Cranston</u> State: <u>RI</u> Zip: <u>02920</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other Limited Liability Company</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other RELEASE</p> <p>Execution Date: <u>5/5/2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>PLEASE SEE ATTACHED SCHEDULE.</p>	<p style="text-align: center; font-size: 24px;">2315298</p> <p>B. Trademark Registration No.(s)</p> <p>PLEASE SEE ATTACHED SCHEDULE.</p>
Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Penelope Agodoa</u></p> <p>Internal Address: <u>Federal Research Corporation</u></p> <p>Street Address: <u>1030 15th Street, NW</u></p> <p>City: <u>Washington</u> State: <u>DC</u> Zip: <u>20005</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Angela Cioffi Angela Cioffi 5/5/2003

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 9

05/12/2003 6TON11 00000050 2315298
01 FC:8521 40.00 OP

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

TRADEMARK
REEL: 002729 FRAME: 0325

TRADEMARKS

Trademark "Geary's" (typed drawing) registered on February 8, 2000, No. 2315298 by Geary's, LLC.

71

NY1:756987.2

TRADEMARK
REEL: 002729 FRAME: 0326

INTELLECTUAL PROPERTY PARTIAL RELEASE

THIS PARTIAL RELEASE dated as of May 5, 2003, by JPMorgan Chase Bank, as successor to The Chase Manhattan Bank, as Collateral Agent for the Lenders (as such terms are defined below). Terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Credit Agreement referred to below.

WITNESSETH:

WHEREAS, ROSS-SIMONS OF WARWICK, INC. (the "Borrower"), the LENDERS, and JPMORGAN CHASE BANK, a New York banking corporation, as successor of The Chase Manhattan Bank, as issuing bank, as administrative agent (in such capacity, the "Administrative Agent"), as collateral agent (in such capacity, the "Collateral Agent") are party to that certain Credit Agreement dated as of July 21, 2000, as amended (the "Credit Agreement").

WHEREAS, the Borrower and the domestic Subsidiaries (together with the Borrower, the "Grantors") and the Collateral Agent are party to that certain Security Agreement dated as of July 21, 2000 (the "Security Agreement"), recorded by (a) the United States Patent and Trademark Office on July 31, 2000, at Reel No. 002126 and Frame No. 0369 and (b) the United States Copyright Office on July 28, 2000 at Volume 3456, D994-996 and Pages 1-68, and pursuant to which, among other things, the Borrower and the other Grantors granted a security interest to the Collateral Agent for the benefit of the Secured Parties in certain Collateral (as defined in the Security Agreement).

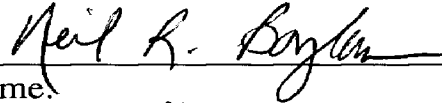
WHEREAS, in connection with the sale of all of the Assets (as defined in Amendment No. 6, Waiver and Consent dated as of April 16, 2003 to the Credit Agreement), the Lenders have agreed to the release of record by the Collateral Agent of its interest in the Collateral owned by the Grantors described on Schedule I hereto;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby fully releases of record the security interest in the Collateral described on Schedule I attached hereto.

IN WITNESS WHEREOF, the Collateral Agent has caused this Partial Release to be duly executed by its duly authorized officer as of the day and year above written.

JPMORGAN CHASE BANK, as Collateral Agent,

by



Name:

Title:

Neil R. Boylan
Managing Director

STATE OF NEW YORK,)
) ss.:
COUNTY OF NEW YORK,)

The foregoing instrument was executed and acknowledged to me this 1st
day of May, 2003 by Neil R. Bayan, a duly authorized officer of JPMorgan Chase Bank.

Elsa V. Griffith
Notary Public

[Notarial Seal]

My commission expires:
ELSA V. GRIFFITH
Notary Public, State of New York
No. 01GR4838119
Qualified in Kings County
Commission Expires March 30, 2007

Collateral

See attached lists of Trademarks and Copyrights

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Owned by Geary's LLC

Collectables, # VA 480-542, registered December 4, 1991

Tea Party, # VAu 261-935, registered July 14, 1993

All His Toys, #VAu 261-934, registered July 14, 1993

Bride's Fair, #VA 725-413, registered March 27, 1995

Geary's Beverly Hills Since 1930, #VA 880-665, registered September 25, 1997

Geary's (unregistered)