

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):
Fleet Retail Group, Inc. formerly known as
Fleet Retail Finance Inc.

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

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

2. Name and address of receiving party(ies)
Name: Fullerton Corporation
Internal _____
Address: _____
Street Address: 3345 Michaelson Drive
City: Irvine State: CA Zip: 92612

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State DE
 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 Security Interest Termination

Execution Date: 6/08/04

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

A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2,563,837

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

Name: Christopher E. Kondracki
 Internal Address: _____

Street Address: 2001 Jefferson Davis, Hwy.
Suite 1007

City: Arlington State: VA Zip: 22202

6. Total number of applications and
registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-3545

DO NOT USE THIS SPACE

9. Signature.

Christopher E. Kondracki *C. Kondracki* 6/15/04
 Name of Person Signing Signature Date

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

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

CH \$40.00 193545 2563837

SECURITY INTEREST TERMINATION

WHEREAS, Fullerton Corporation (the "Debtor"), granted a security interest to Fleet Retail Group, Inc., formerly known as Fleet Retail Finance Inc. (the "Secured Party") in Debtor's trademarks (the "Trademarks") pursuant to a certain Intellectual Property Security Agreement dated as of February 23, 2001 (the "Agreement"), which was filed at the United States Patent Office on April 12, 2001 and recorded on Reel 2282 and Frame 0610; and

WHEREAS, the obligations of the Debtor to Secured Party have been terminated, including the security interests of the Debtor to Secured Party under the foregoing Security Agreement.

NOW, THEREFORE, Secured Party releases its security interest in, and reassigns to the Debtor, any and all interest in the Trademarks, including, but not limited to, those listed on Schedule A attached hereto. Secured Party agrees that, upon the request of the Debtor or any successor in interest or assignee thereof, and at the expense of the Debtor, Secured Party will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by the Debtor, or any successor in interest or assignee thereof, to effectuate the release of interests contemplated herein.

IN WITNESS WHEREOF, Secured Party, by the signature below of its duly authorized representative, agrees to be bound by the provisions of this Security Interest Termination as of this 7 day of June, 2004.

FLEET RETAIL GROUP, INC.

By: James J. Ward
Name: James J. Ward
Title: Managing Director

COUNTY OF Middlesex, SS

Then personally appeared before me the above-named James J. Ward of Fleet Retail Group, Inc. and acknowledged the foregoing to be his free act and deed this 8 day of June, 2004.

Notary Public: Nolan Tongue
My commission expires: 4/20/11



SCHEDULE A

Trademarks

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
The Incredible Home Decorating Superstore	2563837	April 23, 2002

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