

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|-------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Release of Security Interests |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--|----------|----------------|----------------------|
| Congress Financial Corporation (Southern) | | 10/04/2004 | CORPORATION: GEORGIA |

RECEIVING PARTY DATA

| | |
|------------------------|------------------------|
| Name: | Kirkland's, Inc. |
| Street Address: | 805 North Parkway |
| City: | Jackson |
| State/Country: | TENNESSEE |
| Postal Code: | 38305 |
| Entity Type: | CORPORATION: TENNESSEE |

PROPERTY NUMBERS Total: 12

| Property Type | Number | Word Mark |
|----------------------|---------|-------------------------------|
| Registration Number: | 1450144 | KIRKLAND'S |
| Registration Number: | 1873237 | CEDAR CREEK |
| Registration Number: | 1898976 | CEDAR CREEK COLLECTION |
| Registration Number: | 1910097 | CEDAR CREEK COLLECTION |
| Registration Number: | 1926373 | CEDAR CREEK COLLECTION |
| Registration Number: | 2029084 | CEDAR CREEK COLLECTION |
| Registration Number: | 2070074 | CEDAR CREEK COLLECTION |
| Registration Number: | 2289240 | CEDAR CREEK COLLECTION |
| Registration Number: | 2312426 | THE KIRKLAND COLLECTION |
| Registration Number: | 2779563 | HOME COLLECTION BY KIRKLAND'S |
| Registration Number: | 2769247 | KIRKLAND'S HOME |
| Registration Number: | 2819618 | KIRKLAND'S OUTLET |

CORRESPONDENCE DATA

CH \$315.00 1450144

Fax Number: (617)856-8201
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617-856-8145
Email: ip@brownrudnick.com
Correspondent Name: Mark S. Leonardo
Address Line 1: One Financial Center
Address Line 2: BROWN RUDNICK BERLACK ISRAELS LLP
Address Line 4: Boston, MASSACHUSETTS 02111

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|--------------------|----------------------|
| NAME OF SUBMITTER: | Mark S. Leonardo |
| Signature: | /s/Mark S. Leonardo/ |
| Date: | 01/31/2005 |

Total Attachments: 3
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TRADEMARK TRANSFER AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, **CONGRESS FINANCIAL CORPORATION (SOUTHERN)**, a Georgia corporation ("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 and trademarks listed on Schedule A attached hereto, arising under that certain Trademark Security Agreement, dated May 22, 2002, between Assignee and Assignor (as at any time amended, the "Trademark Security Agreement"), recorded May 24, 2002, on Reel No. 002512, Frame 0985, 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 officer, on Oct. 4, 2004.

**CONGRESS FINANCIAL
CORPORATION (SOUTHERN)**

By: Benny M. Dolin
Title: VICE PRESIDENT

STATE OF GEORGIA)
)
COUNTY OF GWINNETT)

BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 15 day of ~~SEPTEMBER~~ SEPTEMBER 2004, personally appeared BARRY M. DOLIN, to me known personally, and who, being by me duly sworn, deposes and says that he is the VICE PRESIDENT of **CONGRESS FINANCIAL CORPORATION (SOUTHERN)**, a Georgia corporation, and that said instrument was signed by him on behalf of said corporation by authority of its Board of Directors, and said acknowledged said instrument to be the free act and deed of said corporation.

Joseph J. Bailey
Notary Public
Executed on 9/15/2004
My Commission Expires: 1 AUGUST 2006

[NOTARIAL SEAL]

SCHEDULE A
(As Amended on 1/25/05)

to Trademark Transfer and Assignment
dated October 4, 2004
by **CONGRESS FINANCIAL CORPORATION (SOUTHERN)**
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 May 14, 1993.
3. United States Trademark Registration Number 1,898,976, dated December 22, 1993.
4. United States Trademark Registration Number 1,910,097, dated January 11, 1994.
5. United States Trademark Registration Number 1,926,373, dated December 22, 1993
6. United States Trademark Registration Number 2,029,084 (74473778), dated December 22, 1993.
7. United States Trademark Registration Number 2,070,074 (75178765), dated October 8, 1996.
8. United States Trademark Registration Number 2,289,240 (75236628), dated February 5, 1997.
9. United States Trademark Registration Number 2,312,426 (75425158), dated January 29, 1998.
10. United States Trademark Registration Number for Home Collection by Kirkland's 2,779,563.
11. United States Trademark Registration Number for Kirkland's Home 2,769,247.
12. United States Trademark Registration Number for Kirkland's Outlet 2,819,618.

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