

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Trademark Collateral Security and Pledge Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Retail Finance, LLC		06/23/2005	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Ultimate Acquisition Partners, L.P.
Street Address:	321 West 84th Avenue
City:	Thornton
State/Country:	COLORADO
Postal Code:	80206
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	2923407	EXPERIENCE MORE WITHOUT PAYING MORE
Registration Number:	2930710	TRUE BLUE GUARANTEES
Registration Number:	2794953	ULTIMATE BUY
Registration Number:	2797515	EXPERIENCE MORE
Registration Number:	2678275	ULTIMATE ELECTRONICS
Registration Number:	2321456	SOUNDTRACK
Registration Number:	2344610	SIMPLE SOLUTION
Registration Number:	2832192	ULTIMATE ELECTRONICS EXPRESS
Registration Number:	1949352	ULTIMATE ELECTRONICS
Registration Number:	1896493	FAST TRAK
Registration Number:	1421536	AUDIO KING
Serial Number:	78570231	TECHNOLOGY CONCIERGE
Serial Number:	78536594	DISCOVER THE ULTIMATE EXPERIENCE

OP \$540.00 2923407

Serial Number:	78427838	ELECTRONICS AMENITIES
Serial Number:	78365703	THE ULTIMATE BASEMENT
Serial Number:	78347064	RED CARPET SERVICE
Serial Number:	78317119	EXPERIENCE THE COMPLETE HOME THEATER
Serial Number:	78317111	SIGHT SOUND AND SOURCES
Serial Number:	78317101	STAY AND PLAY
Serial Number:	78317334	BIG NAMES. LITTLE PRICES. GUARANTEED.
Serial Number:	78208766	BIG BLUE SALE

CORRESPONDENCE DATA

Fax Number: (617)951-8736
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617-951-8517
Email: kristine.ouimet@bingham.com
Correspondent Name: Kristine L. Ouimet
Address Line 1: 150 Federal Street
Address Line 2: Bingham McCutchen LLP
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Kristine L. Ouimet
Signature:	/Kristine L. Ouimet/
Date:	06/23/2005

Total Attachments: 5
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TERMINATION AND RELEASE
OF
TRADEMARK COLLATERAL SECURITY AND PLEDGE AGREEMENT

TERMINATION AND RELEASE OF TRADEMARK COLLATERAL SECURITY AND PLEDGE AGREEMENT, dated as of June 23, 2005, by **WELLS FARGO RETAIL FINANCE, LLC**, a Delaware limited liability company with an office at One Boston Place, Boston, MA 02108 (the "**Lender**"), in connection with the Trademark Collateral Security and Pledge Agreement, dated as of April 20, 2005 (the "**Trademark Agreement**"), by and between Ultimate Acquisition Partners, L.P. (the "**Assignor**"), and the Lender.

WHEREAS, in connection with that certain Demand Promissory Note, dated as of April 20, 2005, by and between the Assignor and the Lender (the "**Demand Note**") and that certain Security Agreement, dated as of April 20, 2005, by and between the Assignor and the Lender (the "**Security Agreement**"), the Assignor and the Lender entered into the Trademark Agreement, which Trademark Agreement was recorded on May 17, 2005, with the United States Patent and Trademark Office at Reel 3086, Frame 0155 for the purpose of securing payment and performance of the Obligations (as defined in the Security Agreement); and

WHEREAS, pursuant to the Trademark Agreement, the Assignor granted to the Lender, for the benefit of the Lender, a security interest in, and granted, assigned and conveyed to the Lender, for the benefit of the Lender, by way of collateral security, the Assignor's entire right, title and interest in and to, the Pledged Trademarks (as defined in the Trademark Agreement); and

WHEREAS, the Lender has agreed to terminate and release the Trademark Agreement and assign and transfer to the Assignor, its right, title and interest in the Pledged Trademarks as herein provided;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender hereby terminates and releases the Trademark Agreement and discharges all of the Lender's security interest in the Pledged Trademarks and all other security interests granted under the Trademark Agreement and assigns and transfers to the Assignor, without representation, warranty or recourse, all of the Lender's right, title and interest in and to the Pledged Trademarks including without limitation the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

The parties hereby acknowledge that this document may be filed along with any other necessary documentation with the United States Patent and Trademark Office, or any applicable state trademark office, to evidence the termination and release granted herein. The Lender hereby agrees to deliver any further releases or termination statements as may be reasonably necessary to effect the termination and release contemplated hereby, at Assignor's expense.

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IN WITNESS WHEREOF, the undersigned has duly executed this Termination and Release of Trademark Collateral Security and Pledge Agreement as of the date first set forth above.

WELLS FARGO RETAIL FINANCE, LLC,
as Lender

By: J. Blanchette
Name: Jennifer Blanchette
Title: Vice President

EXHIBIT A

Trademarks and Trademark Registrations

<u>Trademark or Service Mark</u>	<u>Registrations -- United States Patent and Trademark Office Registration No.</u>	<u>Registration Date</u>
Experience More Without Paying More (Block letters)	2,923,407	02/01/2005
True Blue Guarantees (Block letters)	2,930,710	03/08/2005
Ultimate Buy (Stylized)	2,794,953	12/16/2003
Experience More	2,797,515	12/23/2003
Ultimate Electronics	2,678,275	01/21/2003
Soundtrack	2,321,456	02/22/2000
Simple Solution	2,344,610	04/25/2000
Ultimate Electronics Express	2,832,192	04/13/2004
Ultimate Electronics (Stylized)	1,949,352	01/16/1996
Fast Trak	1,896,493	05/30/1995
Audio King	1,421,536	12/16/1986

<u>Trademark</u> or <u>Service Mark</u>	<u>Pending Applications --</u> United States Patent and Trademark Office	
	<u>Serial No.</u>	<u>Filing Date</u>
Technology Concierge (Block letters)	78-570231	02/18/2005
Discover The Ultimate Experience (Block letters)	78-536594	12/21/2004
Electronics Amenities (Block letters)	78-427838	06/01/2004
The Ultimate Basement (Block letters)	78-365703	2/10/2004
Red Carpet Service (Block letters)	78-347064	12/31/2003
Experience The Complete Home Theater (Block letters)	78-317119	10/22/2003
Sight Sound and Sources	78-317111	10/22/2003
Stay and Play	78-317101	10/22/2003
Big Names. Little Prices. Guaranteed.	78-317334	10/22/2003
Big Blue Sale	78-208766	01/03/2003