

Form PTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)

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

## RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

### 1. Name of conveying party(ies):

Fleet Retail Group, LLC, formerly known as Fleet Retail Finance Inc.

- ☐ Individual(s)      ☐ Association  
☐ General Partnership      ☐ Limited Partnership  
☐ Corporation- State: \_\_\_\_\_

☒ Other Limited Liability Company

Citizenship (see guidelines) DE

Additional names of conveying parties attached? ☐ Yes ☒ No

### 3. Nature of conveyance /Execution Date(s) :

Execution Date(s) October 18, 2005

- ☐ Assignment      ☐ Merger  
☒ Security Agreement      ☐ Change of Name  
☐ Other \_\_\_\_\_

### 2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: KB Holdings, LLC

Internal

Address: \_\_\_\_\_

Street Address: 2835 South Jones Boulevard, Suite 8

City: Las Vegas

State: NV

Country: US Zip: 89146

- ☐ Association      Citizenship \_\_\_\_\_  
☐ General Partnership      Citizenship \_\_\_\_\_  
☐ Limited Partnership      Citizenship \_\_\_\_\_  
☐ Corporation      Citizenship \_\_\_\_\_

☒ Other LLC      Citizenship NV

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)

### 4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

### 5. Name & 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

Phone Number: 703-415-1555

Fax Number: 703-415-1557

Email Address: \_\_\_\_\_

### 6. Total number of applications and registrations involved:

34

### 7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 865.00

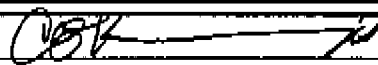
- ☐ Authorized to be charged by credit card  
☒ Authorized to be charged to deposit account  
☐ Enclosed

### 8. Payment Information:

a. Credit Card      Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 19-3545  
Authorized User Name Christopher E. Kondracki

### 9. Signature:



Signature

11/18/05  
Date

Christopher E. Kondracki

Name of Person Signing

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

5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$865.00 193545 76155400

**Trademark Registration and Application Number(s)**  
**Continuation of Items 4A & 4B**

<b>Trademark</b>	<b>Application No.</b>	<b>Registration No.</b>
CIRCUS WORLD	74/178,500	1,366,022
VALU-TOY	74/314,722	1,917,461
KIDZ LOTS	74/526,265	1,926,059
CRITTER CHIPS	74/611,017	1,962,988
VICTORIAN TREASURES	74/703,362	2070497
GIRLBOT	76/155,400	NONE
WE GET KIDS	75/861,136	NONE
GEOGENIOUS INTERACTIVE USA	75/718,008	2,341,203
K*B BLITZ DELIVERY (STYLIZED)	75/735,770	2,417,079
K*B TOY EXPRESS (STYLIZED)	75/224,192	2,256,262
K*B TOY WORKS	75/223,850	2,203,538
K*B TOYS	75/223,826	2,185,412
K*BKIDS.COM	75/771,932	2,366,339
KARAOKE DANCE PARTY MACHINE	75/307,963	2,301,007
KAY TOYS BEE (IN DESIGN ELEMENT)	75/065,721	2,035,542
KAY-BEE AMERICA'S TOY STORE	74/084,912	1,651,141
KAY-BEE TOY & HOBBY	73/504,580	1,341,681
KAY-BEE TOY STORES	74/084,911	1,652,713
KAY-BEE TOYS	75/383,574	2,300,569
KB TOY	74/377,836	1,863,363
MISCELLANEOUS DESIGN (LITTLE TOY SOLDIER)	73/501,812	1,366,022
PLAY THINGS (AND WHIMSICAL DESIGN)	73/708,703	1,527,480
SURPRISE OF THE DAY	75/788,073	2,368,677
THE SOFTWARE LOUNGE	75/861,138	2,436,709
THE TOY MOM	76/008,084	2,495,094
TINA THE TOY MOM	76/008,085	2,497,175
TODAY'S SPOTLIGHT	75/854,645	2,397,916
TOY LIQUIDATORS	75/381,855	2,369,727
TOY WORKS (STYLIZED)	74/566,900	2,161,162
TOYWORKS & DESIGN	75/016,116	2,104,633
WATER COMBAT	75/414,982	2,280,020
WE GET TOYS	75/790,954	2,458,457
WEEKEND SPOTLIGHT	75/854,324	2,397,905
KAY-BEE TOY OUTLET	75/383,599	2364972

**SECURITY INTEREST TERMINATION**

WHEREAS, KB HOLDINGS, LLC (the "Debtor"), granted a security interest to FLEET RETAIL GROUP, LLC, formerly known as Fleet Retail Finance Inc. (the "Secured Party") in Debtor's trademarks (the "Trademarks") pursuant to a certain trademark security agreement filed at the United States Patent and Trademark Office December 14, 2000, and recorded on Reel 2202 and Frame 0712; 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 18 day of October, 2005.

FLEET RETAIL GROUP LLC

By: Andrea Liporace

Name: ANDREA LIPORACE

Title: VICE PRESIDENT

COUNTY OF Middlesex, SS

Then personally appeared before me the above-named Andrea Liporace of Fleet Retail Group, LLC and acknowledged the foregoing to be his/her free act and deed this 18 day of October, 2005.

Notary Public: Heleen Thompson

My commission expires: 4/7/11

TRADEMARK

REEL: 003231 FRAME: 0671

## SCHEDULE A

TO SECURITY INTEREST TERMINATION BY FLEET RETAIL FINANCE GROUP, LLC (formerly known as Fleet Retail Finance Inc.)

OCTOBER 18, 2005

Trademark	Country	Filing Date	Application No.	Registration Date	Registration No.
CIRCUS WORLD	UNITED STATES	21-Jun-91	74/178,500	15-Oct-85	1,366,022
VALU-TOY	UNITED STATES	17-Sep-92	74/314,722	5-Sep-95	1,917,461
KIDZ LOTS	UNITED STATES	18-May-94	74/526,265	10-Oct-95	1,926,059
CRITTER CHIPS	UNITED STATES	14-Dec-94	74/611,017	19-Mar-96	1,962,988
VICTORIAN TREASURES	UNITED STATES	19-Jul-95	74/703,362	10-Jun-98	2070497
GIRLBOT	UNITED STATES	10-Oct-00	76/155,400	NONE	NONE
WE GET KIDS	UNITED STATES	30-Nov-99	75/861,136	NONE	NONE
GEOGENIOUS INTERACTIVE USA	UNITED STATES	25-May-99	75/718,008	11-Apr-00	2,341,203
K*B BLITZ DELIVERY (STYLIZED)	UNITED STATES	23-Jun-99	75/735,770	2-Jan-01	2,417,079
K*B TOY EXPRESS (STYLIZED)	UNITED STATES	10-Jan-97	75/224,192	29-Jun-99	2,256,262
K*B TOY WORKS	UNITED STATES	10-Jan-97	75/223,850	17-Nov-98	2,203,538
K*B TOYS	UNITED STATES	10-Jan-97	75/223,826	1-Sep-98	2,185,412
K*BKIDS.COM	UNITED STATES	9-Aug-99	75/771,932	11-Jul-00	2,366,339
KARAOKE DANCE PARTY MACHINE	UNITED STATES	12-Jun-97	75/307,963	14-Dec-99	2,301,007
KAY TOYS BEE (IN DESIGN ELEMENT)	UNITED STATES	29-Feb-96	75/065,721	4-Feb-97	2,035,542
KAY-BEE AMERICA'S TOY STORE	UNITED STATES	6-Aug-90	74/084,912	16-Jul-91	1,651,141
KAY-BEE TOY & HOBBY	UNITED STATES	19-Oct-84	73/504,580	11-Jun-85	1,341,681
KAY-BEE TOY STORES	UNITED STATES	6-Aug-90	74/084,911	30-Jul-91	1,652,713
KAY-BEE TOYS	UNITED STATES	3-Nov-97	75/383,574	14-Dec-99	2,300,569
KB TOY	UNITED STATES	12-Apr-93	74/377,836	15-Nov-94	1,863,363
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SURPRISE OF THE DAY	UNITED STATES	30-Aug-99	75/788,073	18-Jul-00	2,368,677
THE SOFTWARE LOUNGE	UNITED STATES	30-Nov-99	75/861,138	20-Mar-01	2,436,709
THE TOY MOM	UNITED STATES	23-Mar-00	76/008,084	2-Oct-01	2,495,094
TINA THE TOY MOM	UNITED STATES	23-Mar-00	76/008,085	9-Oct-01	2,497,175
TODAY'S SPOTLIGHT	UNITED STATES	22-Nov-99	75/854,645	24-Oct-00	2,397,916
TOY LIQUIDATORS	UNITED STATES	30-Oct-97	75/381,855	25-Jul-00	2,369,727
TOY WORKS (STYLIZED)	UNITED STATES	29-Aug-94	74/566,900	2-Jun-98	2,161,162
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WATER COMBAT	UNITED STATES	7-Jan-98	75/414,982	21-Sep-99	2,280,020
WE GET TOYS	UNITED STATES	2-Sep-99	75/790,954	5-Jun-01	2,458,457
WEEKEND SPOTLIGHT	UNITED STATES	22-Nov-99	75/854,324	24-Oct-00	2,397,905
KAY-BEE TOY OUTLET	UNITED STATES	3-Nov-97	75/383,599	4-Jul-00	2364972

**SPECIALIZED PATENT SERVICES****2001 Jefferson Davis Highway****Suite 1007****Arlington, Virginia 22202**[www.specializedpatent.com](http://www.specializedpatent.com)[specialpat@aol.com](mailto:specialpat@aol.com)**Telephone:****(703) 415-1555****Telefax:****(703) 415-1557****Email:****[specialpat@aol.com](mailto:specialpat@aol.com)****Christopher E. Kondracki  
Marion E. Schwartz****TO: Patent and Trademark Assignment****DATE: November 18, 2005****FROM: Linda Brown****RE: Fleet Retail Group, LLC  
Trademarks****TELEFAX: 571-273-0140****TELEPHONE:****Number of pages: 6  
(Including fax coversheet)****COMMENTS:**

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