

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
COMERICA BANK, successor by merger to Comerica Bank-California		05/02/2006	Michigan Banking Corporation:

RECEIVING PARTY DATA

Name:	SMARTBARGAINS, INC.
Street Address:	10 Milk Street
Internal Address:	10th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	CORPORATION: DELAWARE

Name:	SMARTBARGAINS.COM, LP
Street Address:	10 Milk Street
Internal Address:	10th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02108
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	78491211	NERO BIANCO
Serial Number:	78976583	NERO BIANCO
Serial Number:	76613566	NEVER PAY RETAIL
Serial Number:	76613568	TOP BRANDS. SMART PRICES.
Serial Number:	76091525	SMARTBARGAINS.COM FEEL THE RUSH!

CH \$215.00 78491211

Serial Number:	76091529	SMARTBARGAINS.COM
Serial Number:	76091346	SMARTBARGAINS
Serial Number:	76061930	SMARTBARGAINS

CORRESPONDENCE DATA

Fax Number: (858)550-6420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 858-550-6403
Email: erin.obrien@cooley.com
Correspondent Name: Erin O'Brien
Address Line 1: 4401 Eastgate Mall
Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER:	036703-1181 SMARTBARGAINS
NAME OF SUBMITTER:	Erin O'Brien
Signature:	/Erin O'Brien/
Date:	05/05/2006

Total Attachments: 2
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REASSIGNMENT AND RELEASE OF SECURITY INTEREST

This Reassignment and Release of Security Interest is made as of May 2, 2006 by COMERICA BANK, successor by merger to COMERICA BANK-CALIFORNIA ("LENDER") to SMARTBARGAINS, INC., a Delaware Corporation, with its principal place of business at 10 Milk Street, 10th Floor, Boston, MA 02108, and SMARTBARGAINS.COM, LP, a Delaware limited partnership (together, the "COMPANY").

Recital

WHEREAS, COMPANY assigned certain interests in the trademarks described on Exhibit A (the "Trademarks") to LENDER under Intellectual Property Security Agreements, and recorded with the U.S. Patent and Trademark Office on December 21, 2002 at Reel No. 2644 and Frame No. 0168, on June 6, 2003 at Reel No. 2749 and Frame No. 0453, on June 9, 2003 at Reel No. 2749 and Frame No. 00748, on July 6, 2004 at Reel No. 2885 and Frame No. 0625, on June 24, 2005 at Reel No. 3110 and Frame No. 0320, and on October 7, 2005 at Reel No. 3172 and Frame No. 0271; and

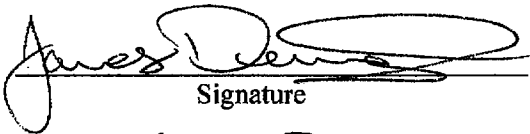
WHEREAS, COMPANY has satisfied all its obligations to LENDER in the Intellectual Property Security Agreements, and LENDER wishes to reassign all interest that LENDER may have in the Trademarks.

Agreement

Now Therefore, LENDER agrees that it releases its security interest in the Trademarks and reassigns to COMPANY, without warranty or recourse, all interest of LENDER in the Trademarks.

LENDER:

COMERICA BANK



Signature

Name: JAMES DEMOYTitle: VICE PRESIDENTDated: 5/2/06Address: 100 FEDERAL ST, 28TH FL
BOSTON, MA. 02110

EXHIBIT A

Trademarks

Serial No. 78491211

Serial No. 78976583

Serial No. 76613566

Serial No. 76613568

Serial No. 76091525

Serial No. 76091529

Serial No. 76091346

Serial No. 76061930