

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
BANQUE PARIBAS		12/21/2001	CORPORATION:
RECEIVING PARTY DATA			
Name:	VIDEO UPDATE, INC.		
Street Address:	3100 WORLD TR. CTR., 30 E. 7TH ST.		
City:	ST. PAUL		
State/Country:	MINNESOTA		
Postal Code:	55101		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1654006	VIDEO UPDATE	
Registration Number:	1663728	VIDEO UPDATE	
Registration Number:	1654603	VIDEO UPDATE	
CORRESPONDENCE DATA			
Fax Number:	(703)836-5288		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	703-684-5600		
Email:	jim@sagllp.com		
Correspondent Name:	JAMES E. SHLESINGER		
Address Line 1:	1420 KING STREET, SUITE 600		
Address Line 4:	ALEXANDRIA, VIRGINIA 22314		
ATTORNEY DOCKET NUMBER:	T345		
NAME OF SUBMITTER:	JAMES E. SHLESINGER		
Signature:	/JES/		

CH \$90.00 1654006

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TRADEMARK
REEL: 003379 FRAME: 0465

Date:

08/29/2006

Total Attachments: 3

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RELEASE OF SECURITY INTEREST IN UNITED STATES TRADEMARKS AND
PATENTS AND REASSIGNMENT OF ALL RIGHTS WITH RESPECT THERETO.

INTRODUCTORY. This document is executed pursuant to the Plan of Reorganization of Video Update, Inc., Tinseltown Video, Inc., Moovies, Inc., Moovies of the Carolinas, Inc., Pic-A-Flick of Greenville, Inc., Moovies of Georgia, Inc., The Movie Store Inc., Rio Media Associates, Inc., Moovies of Iowa, Inc., Moovies of Michigan, Inc., Movie Warehouse Franchise Systems, Inc., E.C.6, Inc., DCO, Inc., Soni, Inc., SNO, Inc., PQ3, Inc., D-Skippy, Inc., GBO, Inc. and PTO, Inc. (hereinafter collectively referred to as the "Reorganized Parties") dated July 31, 2001, which became effective on December 21, 2001, in the Chapter 11 administratively consolidated cases Nos. 00-3663 through 00-3683 (JHW) on file in the United States Bankruptcy Court for the District of Delaware (such plan being hereinafter referred to as the "Plan"). This is to confirm the following:

WHEREAS Video Update, Inc. ("Assignor"), one of the Reorganized Parties, heretofore executed a Security Agreement ("Security Agreement") with Banque Paribas with principal offices at 787 Seventh Avenue, New York, New York (hereinafter the "Assignee") which Security Agreement, among other things, assigned and granted to Assignee a security interest in (a) all of the Assignor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached (b) all of the Assignor's right, title and interest in and to the United States patents (the "Patents") set forth on Schedule B attached, in each case together with (c) all Proceeds (as such term was defined in the Security Agreement) and products of the Marks and Patents, (d) the good will of the business symbolized by the Marks and (e) all causes of action arising prior to or after the date thereof for

infringement of any of the Marks and Patents or unfair competition regarding the same (such rights, trademarks, patents, proceeds, goodwill and causes of action hereinafter referred to as the "Collateral").

And

WHEREAS, the Plan, among other things, requires and effects (a) an irrevocable release by Assignee of such security interest in the Collateral and (b) an irrevocable reassignment by Assignor to Assignor of all rights in and to the Collateral theretofore assigned, and granted by Assignor to Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignee hereby (a) releases the said security interest in the Collateral and (b) re-assigns to Assignor all rights theretofore assigned and granted by Assignor to Assignee in and to the Collateral.

IN WITNESS WHEREOF, the undersigned have executed this instrument effective as of the 21st day of December, 2001.

VIDEO UPDATE, INC.

By



S. Page Todd

An authorized officer

BANQUE PARIBAS,

By MOVIE GALLERY, INC.
as Collateral Agent

By



S. Page Todd

An authorized officer

SCHEDULE A

<u>MARK</u>	<u>REG. NO</u>	<u>REC. DATE</u>
Video Update	1,297,231	
Video Update	1,654,005	
Video Update	1,654,006	
Video Update	1,654,603	
Video Update	1,663,728	
Video Update	2,052,483	
Keeping In Time With You	1,303,251	
Yippidy (character of design)	1,297,233	
Gamesters	1,917,475	

Note: This Schedule A is also a continuation of point 4 of the Recordation Form Cover Sheet (Form PTO-1594).