

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GMAC Commercial Finance LLC, as Agent		10/16/2006	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	NSI International, Inc.
Street Address:	105 Price Parkway
City:	Farmingdale
State/Country:	NEW YORK
Postal Code:	11735
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 46

Property Type	Number	Word Mark
Registration Number:	2409432	ASTRO LAB
Registration Number:	2503177	ASTRO MAGNETS
Registration Number:	2388464	BEAD PETS
Registration Number:	2765204	BEAUTIFILLS
Registration Number:	2213276	BIOSCOPE
Registration Number:	2747947	BLUE JEAN MACHINE
Registration Number:	2867468	BOBBLE HEAD PETS
Registration Number:	2131382	CANDLE CREATIONS
Registration Number:	2872599	CANDY GIRLS
Registration Number:	2820498	CHARM SCHOOL
Registration Number:	2687299	CRAZY FOAM
Registration Number:	2267871	CREATE A COLOR NAIL SALON
Registration Number:	2782648	DRESS-UP DIVAS

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Registration Number:	2541730	EDUTRONICS
Registration Number:	2390302	FRIENDSHAPES
Registration Number:	2541158	FRIENDSHIP FASHIONS
Registration Number:	2390435	GLAM 2 GO
Registration Number:	2436498	GLITTER GLASS
Registration Number:	2345988	IMAGINE NATION
Registration Number:	2737800	INK BIG
Registration Number:	1552079	LIBRARY OF SCIENCE
Registration Number:	2442896	MAGIC WATER PAINTINGS
Registration Number:	1582385	MICROCHEM
Registration Number:	2398500	MOTORWORKS
Registration Number:	2988980	MY FIRST MASTERPIECE
Registration Number:	2277722	NSI
Registration Number:	2457971	OUTBACK WILDLIFE
Registration Number:	1162885	PAINT-N-SWIRL
Registration Number:	1973497	PRETTY PENDANTS
Registration Number:	2355694	PRETTY PETALS FLOWER MAKER
Registration Number:	2981979	RAINBOW WRITER
Registration Number:	3077462	ROLL N' DOODLE
Registration Number:	2053676	SCRATCH'N'DRAW
Registration Number:	3009473	SEW EASY
Registration Number:	2879999	SHAKER MAKER
Registration Number:	2376258	SHARK LAB
Registration Number:	2488958	SKELETRONIX
Registration Number:	2419744	SNACK'N SWIRL
Registration Number:	2388574	THE BUTTERFLY COMPANY
Registration Number:	2400794	WILD WIRE
Registration Number:	2743729	WIRE WRITER
Serial Number:	78567501	BIGGAMES HOME ARCADE MACHINE
Serial Number:	78349189	WOW FACTORY
Serial Number:	78332425	WPF
Serial Number:	78488528	WE LIVE IN YOUR TV
Serial Number:	78488481	TV PETS

CORRESPONDENCE DATA

TRADEMARK
REEL: 003427 FRAME: 0071

Fax Number: (202)756-9299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9734433564
Email: matthew.mayer@thomson.com
Correspondent Name: Greenberg Traurig, LLP
Address Line 1: 200 Park Avenue
Address Line 4: Florham Park, NEW JERSEY 07932

NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	11/13/2006

Total Attachments: 5
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SCHEDULE A
Trademarks

Trademark Name	Serial Number	Registration Number	Reel/Frame
Astro Lab	75660768	2409432	3213/0078
Astro Magnets	76092426	2503177	3213/0078
Bead Pets	75557217	2388464	3213/0078
Beautifills	76333449	2765204	3213/0078
Bioscope	75144305	2213276	3213/0078
Biggames Home Arcade Machine	78567501	None	3213/0078
Blue Jean Machine	76180865	2747947	3213/0078
Bobble Head Pets	76453770	2867468	3213/0078
Candle Creations	75198871	2131382	3213/0078
Candy Girls	78147075	2872599	3213/0078
Charm School	78187891	2820498	3213/0078
Crazy Foam	76255297	2687299	3213/0078
Create A Color Nail Salon	75369242	2267871	3213/0078
Dress-Up Divas	76327087	2782648	3213/0078
Edutronics	76116609	2541730	3213/0078
Friendshapes	75494971	2390302	3213/0078
Friendship Fashions	75772866	2541158	3213/0078
Glam 2 Go	75627908	2390435	3213/0078
Glitter Glass	75783303	2436498	3213/0078
Imagine Nation	75405747	2345988	3213/0078
Ink Big	76195669	2737800	3213/0078
Library of Science	73741651	1552079	3213/0078
Magic Water Paintings	75026315	2442896	3213/0078
Microchem	73811660	1582385	3213/0078
Motorworks	75558556	2398500	3213/0078
My First Masterpiece	78307429	2988980	3213/0078
NSI Logo	75495271	2277722	3213/0078
Outback Wildlife	75605754	2457971	3213/0078
Paint-N-Swirl	73188506	1162885	3213/0078
Pretty Pendants	74600646	1973497	3213/0078
Pretty Petals Flower Maker	75350516	2355694	3213/0078
Rainbow Writer	78307442	2981979	3213/0078
Roll N' Doodle	78341352	3077462	3213/0078
Scratch'N'Draw	75056348	2053676	3213/0078
Sew Easy	78334334	3009473	3213/0078
Shaker Maker	76403096	2879999	3213/0078
Shark Lab	75656470	2376258	3213/0078
Skeletronix	75832541	2488958	3213/0078

SCHEDULE A

Trademarks

(continued)

Trademark Name	Serial Number	Registration Number	Reel/Frame
Snack'N Swirl	75557220	2419744	3213/0078
The Butterfly Company	75597644	2388574	3213/0078
Wild Wire	75590189	2400794	3213/0078
Wire Writer	76277677	2743729	3213/0078
WOW Factory	78349189	None	3213/0078
WPF	78332425	None	3213/0078
We Live in Your TV	78488528	None	3213/0078
TV Pets	78488481	None	3213/0078

NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Notice of Release of Security Interest in Trademarks is given as of this 16th day of October, 2006 by GMAC Commercial Finance LLC, as agent, having an office located at 1290 Avenue of the Americas, New York, New York 10104 (the "Secured Party").

NSI International, Inc., a Delaware corporation (the "Grantor") granted to Secured Party a security interest in certain trademarks identified on Schedule A. The obligations secured by said security interest have been paid in full or otherwise satisfied.

NOW THEREFORE, for and in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby declares that said security interest is hereby **DISCHARGED, RELEASED AND TERMINATED**, and the recording officer in the U.S. Patent and Trademark Office, is hereby authorized to cancel the security interests of record.

IN WITNESS WHEREOF, the Secured Party has caused this instrument to be executed by its proper corporation officer on the date first written above.

GMAC COMMERCIAL FINANCE LLC

By: Robert F. McIntyre
Name: Robert F. McIntyre
Title: Director

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

I certify that on the 24 day of October, 2006, Robert F. McIntyre personally came before me and this person acknowledged under oath, to my satisfaction, that: (a) this person signed and delivered this document as a Director of GMAC Commercial Finance LLC, the company named in this document; and (b) this document was signed and delivered by the company as its voluntary act duly authorized.

Wynanda Rosenberg
Notary Public

WYNANDA ROSENBERG
NOTARY PUBLIC, State of New York
No. 31-4519486
Qualified in New York County,
Commission Expires March 30, 2010

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