

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Trademark Security Interests

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as successor in interest to Fleet Retail Group LLC	FORMERLY Fleet Retail Inc.	01/31/2007	National Banking Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	KB Holdings, LLC
<b>Street Address:</b>	330 E. Warm Springs Road
<b>City:</b>	Las Vegas
<b>State/Country:</b>	NEVADA
<b>Postal Code:</b>	89119
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NEVADA

**PROPERTY NUMBERS Total: 17**

Property Type	Number	Word Mark
Registration Number:	2417079	K - B BLITZ DELIVERY
Registration Number:	2366339	K BKIDS.COM
Registration Number:	2364972	KAY-BEE TOY OUTLET
Registration Number:	2300569	KAY-BEE TOYS
Registration Number:	2369727	TOY LIQUIDATORS
Registration Number:	2256262	K B TOY EXPRESS
Registration Number:	2203538	K B TOY WORKS
Registration Number:	2185412	K B TOYS
Registration Number:	2035542	KAY TOYS BEE
Registration Number:	2104633	TOYWORKS
Registration Number:	2161162	TOY WORKS
Registration Number:	1863363	K B TOY
Registration Number:	1651141	KAY-BEE AMERICA'S TOY STORE

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Registration Number:	1652713	KAY-BEE TOY STORES
Registration Number:	1527480	PLAY THINGS
Registration Number:	1341681	KAY-BEE TOY & HOBBY
Registration Number:	1366022	

**CORRESPONDENCE DATA**

Fax Number: (617)951-8736  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 617-951-8073  
Email: jessica.davis@bingham.com  
Correspondent Name: Jessica Davis  
Address Line 1: 150 Federal Street  
Address Line 2: Bingham McCutchen LLP  
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Jessica A. Davis
Signature:	/JADavis/
Date:	02/01/2007

Total Attachments: 3  
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**TERMINATION AND RELEASE**  
**OF**  
**TRADEMARK SECURITY INTERESTS**

January 31, 2007

**TERMINATION AND RELEASE OF TRADEMARK SECURITY INTERESTS**, dated as December 7, 2000 and October 18, 2005 by **BANK OF AMERICA, N.A.**, as successor in interest to Fleet Retail Group, LLC formerly known as Fleet Retail Inc. (the "Interest Holder"), with an office at 100 Federal Street, Boston, Massachusetts 02110 and KB Holdings, LLC, a Nevada limited liability company (the "Grantor").

**WHEREAS**, the Grantor and the Interest Holder entered into two Security Agreements: (i) dated as of December 7, 2000 (the "2000 Agreement"), which 2000 Agreement was recorded December 14, 2000 with the United States Patent and Trademark Office (the "USPTO") at Reel 2202, Frame 0712 and (ii) dated as of October 18, 2005 (the "2005 Agreement", together with the 2000 Agreement, the "Agreements"), which 2005 Agreement was recorded November 18, 2005 with the USPTO at Reel 3231, Frame 0668;

**WHEREAS**, the Interest Holder has agreed to terminate and release the Agreements and transfer to the Grantor its right, title and interest in the trademarks listed on Exhibit A attached hereto;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Interest Holder hereby terminates and releases the Agreements and assigns and transfers to the Grantor, without representation, warranty or recourse, all of Interest Holder's right, title and interest in and to the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

*[Remainder of this page intentionally left blank.]*

BANK OF AMERICA, N.A., as successor in interest to  
Fleet Retail Group, LLC formerly known as Fleet  
Retail Inc.

By: Andrea E. Liporace  
Name: ANDREA E LIPORACE  
Title: Duly Authorized Signatory

**CERTIFICATE OF ACKNOWLEDGMENT**

STATE OF MASSACHUSETTS )  
 )  
COUNTY OF Suffolk )

On this 30<sup>th</sup> day of January, 2007, before me, the undersigned notary public,  
personally appeared Andrea Liporace, proved to me through satisfactory evidence of  
identification, which were Andrea Liporace, to be the person whose name is signed  
on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated  
purpose (as Vic Paradise for Bank of America, N.A., as successor in interest to Fleet Retail  
Group, LLC formerly known as Fleet Retail Inc.

Maryn Greder  
Notary Public  
My Commission Expires: 9/30/10

**EXHIBIT A**

<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>
K-B BLITZ DELIVERY (and Design)	2,417,079	01/02/2001
K BKIDS.COM (and Design)	2,366,339	07/11/2000
KAY-BEE TOY OUTLET	2,364,972	07/04/2000
KAY-BEE TOYS	2,300,569	12/14/1999
TOY LIQUIDATORS	2,369,727	07/25/2000
K B TOY EXPRESS (and Design)	2,256,262	06/29/1999
K B TOY WORKS (and Design)	2,203,538	11/17/1998
K B TOYS (and Design)	2,185,412	09/01/1998
KAY TOYS BEE (and Design)	2,035,542	02/04/1997
TOYWORKS (and Design)	2,104,633	10/14/1997
TOY WORKS	2,161,162	06/02/1998
K B TOY	1,863,363	11/15/1994
KAY-BEE AMERICA'S TOY STORE	1,651,141	07/16/1991
KAY-BEE TOY STORES	1,652,713	07/30/1991
PLAY THINGS (and Design)	1,527,480	02/28/1989
KAY-BEE TOY & HOBBY	1,341,681	06/11/1985
(Design Only)	1,366,022	10/15/1985