

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Release of Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		02/22/2007	Banking Institution:

RECEIVING PARTY DATA

Name:	Millbrook Distribution Services Inc.
Street Address:	444 Madison Avenue
Internal Address:	Suite 601
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2025274	MILLBROOK MERCHANDISING FOR EXCELLENCE
Registration Number:	1791834	SPACE SMART
Registration Number:	1546008	VALU STAR
Registration Number:	1435563	FELINE FAIR
Registration Number:	1426619	HAND HANDLER
Registration Number:	1435562	CANINE FAIR
Registration Number:	760818	CARRIAGE TRADE
Registration Number:	2289805	RIGHTSOURCING
Registration Number:	2290809	RIGHTSOURCING
Registration Number:	2516245	M MILLBROOK RETAIL SOLUTIONS
Registration Number:	2551071	EMILLBROOK
Registration Number:	2885933	CARRIAGE TRADE
Registration Number:	2894666	CARRIAGE TRADE

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TRADEMARK
REEL: 003486 FRAME: 0121

CORRESPONDENCE DATA

Fax Number: (212)836-7152

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2128367319

Email: psomelofske@kayescholer.com

Correspondent Name: Paul J. Somelofske c/o Kaye Scholer LLP

Address Line 1: 425 Park Avenue

Address Line 2: 16-06

Address Line 4: New York, NEW YORK 10022-3598

NAME OF SUBMITTER:	Paul J. Somelofske
Signature:	/Paul J. Somelofske/
Date:	02/22/2007
<p>Total Attachments: 3</p> <p>source=Millbrook - Release of Trademark Security Agreement - JPM to Millbrook#page1.tif</p> <p>source=Millbrook - Release of Trademark Security Agreement - JPM to Millbrook#page2.tif</p> <p>source=Millbrook - Release of Trademark Security Agreement - JPM to Millbrook#page3.tif</p>	

RELEASE OF
TRADEMARK SECURITY AGREEMENT

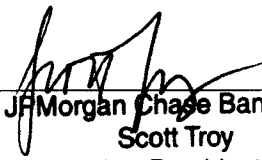
WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of February 11, 2005, by Millbrook Distribution Services Inc. ("Grantor"), in favor of JPMorgan Chase Bank, N.A., as administrative and collateral agent (the "Grantee"), which Trademark Security Agreement was recorded with the United States Patent and Trademark Office on February 18, 2005, on reel 003032, frame 0654, Grantor granted to Grantee a continuing security interest in, and lien on, those trademarks owned by Grantor and set forth on Schedule I hereto;

WHEREAS, Grantee desires to release its continuing security interest in, and lien on, the trademarks set forth on Schedule I hereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantee does hereby release its continuing security interest in, and lien on, the trademarks set forth on Schedule I hereto and reassigns to Grantor, without representation, warranty or recourse, all right, title and interest of Grantee in and to such trademarks and trademark registrations.

IN WITNESS WHEREOF, the undersigned has caused this Release of Trademark Security Agreement to be executed and delivered as of this 22 day of February, 2007.

**JPMORGAN CHASE BANK, N.A., as
administrative and collateral agent**

By: 
Name: JPMorgan Chase Bank, N.A.
Title: **Scott Troy
Vice President**

SCHEDULE I

TRADEMARKS AND TRADEMARK APPLICATIONS REGISTRATIONS

Millbrook Distribution Services Inc.:

<u>Name of Mark</u>	<u>Jurisdiction</u>	<u>Registration Number</u>	<u>Issue or Filing Date</u>
MILLBROOK MERCHANDISING FOR EXCELLENCE & Design	US	2025274	12/24/1996
SPACE SMART	US	1791834	09/07/1993
VALU STAR	US	1546008	07/04/1989
FELINE FAIR	US	1435563	04/07/1987
HAND HANDLER	US	1426619	01/27/1987
CANINE FAIR	US	1435562	04/07/1987
CARRIAGE TRADE & Design	US	760818	11/26/1963
RIGHTSOURCING	US	2289805	11/02/1999
RIGHTSOURCING & Design	US	2290809	11/09/1999
M MILLBROOK RETAIL SOLUTIONS & Design	US	2516245	12/11/2001
EMILLBROOK	US	2551071	03/19/2002
CARRIAGE TRADE logo	US	2885933	09/21/2004
CARRIAGE TRADE	US	2894666	10/19/2004