

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
J. P. MORGAN CHASE BANK, N.A. (Administrative Agent)		10/31/2007	Banking Institution: UNKNOWN

RECEIVING PARTY DATA

Name:	Millbrook Distribution Services Inc.
Street Address:	88 Huntoon Memorial Highway
City:	Leicester
State/Country:	MASSACHUSETTS
Postal Code:	01524
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:	0760818	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

OP \$340.00 2025274

CORRESPONDENCE DATA

Fax Number: (401)273-4447
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 401-273-4446
Email: cmb@barjos.com
Correspondent Name: Cynthia Branca, Barlow, Josephs & Holmes
Address Line 1: 101 Dyer Street, 5th Floor
Address Line 4: Providence, RHODE ISLAND 02903

ATTORNEY DOCKET NUMBER:	U010
NAME OF SUBMITTER:	Cynthia M. Branca
Signature:	/cynthia m. branca/
Date:	11/12/2007

Total Attachments: 3
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RELEASE OF
TRADEMARK SECURITY AGREEMENT

WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of February 22, 2007, by Millbrook Distribution Services Inc. ("Grantor"), in favor of JPMorgan Chase Bank, N.A., as administrative agent (the "Grantee"), which Trademark Security Agreement was recorded with the United States Patent and Trademark Office on February 23, 2007, on reel 003487, frame 0745, 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 31st day of October, 2007.

**JPMORGAN CHASE BANK, N.A.,
as Administrative Agent**

By:
Name:
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
BB Logo (Positioned back to back in oval)	OH	TM14090	
EMILLBROOK	US	2551071	03/19/2002
CARRIAGE TRADE logo	US	2885933	09/21/2004
CARRIAGE TRADE	US	2894666	10/19/2004