

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																								
NATURE OF CONVEYANCE:	Release of Security Interests recorded on October 8, 2004 at Reel/Frame 3063/0423 and on June 12, 2006 at Reel/Frame 3327/0132																								
<b>CONVEYING PARTY DATA</b>																									
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Merrill Lynch Capital</td> <td></td> <td>11/29/2007</td> <td>Administrative Agent:</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Merrill Lynch Capital		11/29/2007	Administrative Agent:																	
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Merrill Lynch Capital		11/29/2007	Administrative Agent:																						
<b>RECEIVING PARTY DATA</b>																									
Name:	Frazee Industries, Inc.																								
Street Address:	6625 Miramar Road																								
City:	San Diego																								
State/Country:	CALIFORNIA																								
Postal Code:	92121																								
Entity Type:	CORPORATION: DELAWARE																								
<b>PROPERTY NUMBERS Total: 7</b>																									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 15%;">Number</th> <th style="width: 65%;">Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>2014724</td> <td>FRAZEE</td> </tr> <tr> <td>Registration Number:</td> <td>1910974</td> <td></td> </tr> <tr> <td>Registration Number:</td> <td>2729296</td> <td>MASTER CHOICE</td> </tr> <tr> <td>Registration Number:</td> <td>2480624</td> <td>BEST CHOICE BC</td> </tr> <tr> <td>Serial Number:</td> <td>78718954</td> <td>ENCORE</td> </tr> <tr> <td>Serial Number:</td> <td>78528894</td> <td></td> </tr> <tr> <td>Registration Number:</td> <td>2884357</td> <td>Z FRAZEE</td> </tr> </tbody> </table>	Property Type	Number	Word Mark	Registration Number:	2014724	FRAZEE	Registration Number:	1910974		Registration Number:	2729296	MASTER CHOICE	Registration Number:	2480624	BEST CHOICE BC	Serial Number:	78718954	ENCORE	Serial Number:	78528894		Registration Number:	2884357	Z FRAZEE	
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<b>CORRESPONDENCE DATA</b>																									
Fax Number:	(212)354-8113																								
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>																									
Phone:	212-819-8200																								
Email:	trademarkdocket@whitecase.com																								
Correspondent Name:	Matthew Bart																								
Address Line 1:	White & Case LLP																								

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**TRADEMARK**  
**REEL: 003672 FRAME: 0827**

Address Line 2:	1155 Avenue of the Americas
Address Line 4:	New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1109676-0005
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NAME OF SUBMITTER:	Matthew Bart
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Signature:	/Matthew Bart/
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Date:	12/06/2007
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## RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Release of Security Interest in Trademarks is dated as of November 29, 2007 by Merrill Lynch Capital, A Division of Merrill Lynch Business Financial Services Inc., as Administrative Agent ("Agent")

WHEREAS, Agent and Frazee Industries, Inc., a Delaware corporation ("Debtor"), entered into that certain Trademark Security Agreement, dated as of September 30, 2004, as amended by that certain Amendment to Trademark Security Agreement, dated as of May 31, 2006 (collectively, the "Trademark Security Agreements");

WHEREAS, the Trademark Security Agreements granted Agent a security interest in, among other things, certain trademarks, trade names, trademark registrations, service marks, trade styles, terms, designs and trademark applications ("Trademarks"), including, without limitation, the Trademarks listed on Schedule A attached hereto, and in any licenses of trademarks, trade names, trademark registrations, service marks, trade styles, terms, designs and trademark applications to which Debtor is a party ("Trademark Licenses"), as security for certain obligations of Debtor to Agent (the "Obligations");

WHEREAS, Agent recorded the Trademark Security Agreements on October 8, 2004 at Reel 3063, Frame 0423 and on June 12, 2006 at Reel 003327, Frame 0132, in the United States Patent and Trademark Office; and

WHEREAS, Debtor has satisfied all of the Obligations and has requested that Agent release its security interests in the Trademarks and Trademark Licenses.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby agrees as follows:

Agent hereby fully releases and terminates its security interests in and liens on:

(a) all of Debtor's now existing or hereafter acquired right, title and interest in and to: (i) all Trademarks which are now filed with the U.S. Patent and Trademark Office, any similar office or agency of any state, territory or possession of the United States or Canada or any similar office or agency of any other country or used in the United States, any state, territory or possession thereof including, without limitation, Puerto Rico, or any other country, and (A) any renewals thereof, (B) all income, royalties, damages and payments now and hereafter due or payable with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements thereof, (C) the right to sue for past, present and future infringements thereof, (D) all documents, packages, prints and labels on which said Trademarks have appeared and all designs and general intangibles of a like nature, and (E) all rights corresponding thereto throughout the world, and (ii) all Trademark Licenses;

(b) the goodwill of Debtor's business connected with or symbolized by each Trademark and each Trademark License; and

(c) any and all of the proceeds of any of the foregoing, including, without limitation, any claims by Debtor against third parties for (i) past, present or future infringement or dilution of the Trademarks or of any trademark, trade names, trademark registrations, service marks, trade styles, terms, designs or trademark applications licensed under any Trademark License; or (ii) injury to the goodwill associated with any Trademark or any Trademark, trade names, trademark registrations, service marks, trade styles, terms, designs and trademark applications licensed under any Trademark License.

Agent further agrees, at the sole cost and expense of Debtor, to perform all acts reasonably necessary to effect the release and termination of its security interest and liens, including, but not limited to the recording, filing and entering into any agreements, documents, forms or papers needed to accomplish such release and termination.

IN WITNESS WHEREOF, Agent has caused this Release of Trademarks to be duly executed as of the day and year first above written.

Merrill Lynch Capital, A Division of Merrill Lynch  
Business Financial Services Inc., as Administrative  
Agent

By: 

Name: \_\_\_\_\_

**Joseph Lazewski**


Title: \_\_\_\_\_

**Vice President**

[Signature Page to Frazee Industries, Inc. 2004 Release of Security Interest in Trademarks]

IN WITNESS WHEREOF, Agent has caused this Release of Trademarks to be  
duly executed as of the day and year first above written.

Merrill Lynch Capital, A Division of Merrill Lynch  
Business Financial Services Inc., as Administrative  
Agent

By:   
Name: Joseph Lazewski  
Title: Vice President

[Signature Page to Frazee Industries, Inc. 2004 Release of Security Interest in Trademarks]

SCHEDULE A

TO RELEASE OF SECURITY INTEREST IN TRADEMARKS

FRAZEE INDUSTRIES INC.

TRADEMARK REGISTRATIONS

<b>Trademark Description</b>	<b>Date Registered</b>	<b>U.S. Registration No.</b>
Frazee (Word)	November 12, 1996	2014724
Tear Drop	August 15, 1995	1910974
Design Only	August 15, 1995	1910974
Master Choice	June 24, 2003	2,729,296
Best Choice BC	August 21, 2001	2,480,624

TRADEMARK APPLICATIONS

<b>Trademark Application Description</b>	<b>Date Applied</b>	<b>U.S. Application No.</b>
Encore	September 22, 2005	78/718,954
Design Only	December 8, 2004	78/528,894
Z Frazee	September 14, 2004	2884357