

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release - 04/13/2006, 3289, 0454		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bear Stearns Corporate Lending Inc., as Collateral Agent		02/24/2011	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Burlington Coat Factory Warehouse Corporation		
Street Address:	1830 Route 130 North		
City:	Burlington		
State/Country:	NEW JERSEY		
Postal Code:	08016		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	2395816	BABY DEPOT	
Registration Number:	2646648	BCF	
Registration Number:	2976498	BCF BURLINGTON COAT FACTORY	
Registration Number:	3083858	BRIGHT IDEAS	
Registration Number:	1850094	BURLINGTON COAT FACTORY	
Registration Number:	3323985	BURLINGTON COAT FACTORY	
Registration Number:	1905702	CHARLES KLEIN	
Registration Number:	1314745	COHOES	
Registration Number:	2271048	KID'S DEPOT	
Registration Number:	2098506	LUXURY LINENS	
Registration Number:	2851935	MJM DESIGNER SHOES	
Registration Number:	2565931	SENSATIONAL SILHOUETTES	
Registration Number:	2999009	STYLES TO LIVE FOR, PRICES TO DIE FOR	
Registration Number:	2957472	TRAVEL TRENDS	

OP \$365.00 2395816

TRADEMARK

CORRESPONDENCE DATA

Fax Number: (800)516-6304

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

Phone: 614-280-3566

Email: james.murray@wolterskluwer.com

Correspondent Name: Jim Murray

Address Line 1: 4400 Easton Commons Way, Suite 125

Address Line 2: CT Lien Solutions

Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:

Sakina Karkat

Signature:

/Sakina Karkat/

Date:

03/16/2011

Total Attachments: 4

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS ("Agreement") dated as of February 24, 2011, from Bear Stearns Corporate Lending Inc., as Collateral Agent (the "Agent") for the benefit of the Secured Parties.

WITNESSETH:

WHEREAS, Burlington Coat Factory Warehouse Corporation (the "Borrower"), each Subsidiary Guarantor identified therein, the Lenders, Bear Stearns Corporate Lending Inc. and the Agent entered into a Credit Agreement dated as of April 13, 2006, (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement");

WHEREAS, pursuant to the Credit Agreement, the Borrower, certain Subsidiaries of the Borrower and the Agent are parties to certain Trademark Security Agreement, dated as of April 13, 2006, (the "Trademark Security Agreement"), pursuant to which the Borrower and its Subsidiaries granted a security interest in all of the Borrower's and its Subsidiaries' Trademarks consisting of Collateral (including, without limitation, the Trademarks listed on Schedule A hereto) (collectively, the "Trademark Collateral"), to the Agent, for the benefit of itself and the other Secured Parties;

WHEREAS, the Trademark Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on April 13, 2006 at Reel 3289 and Frame 0454;

WHEREAS, Borrower has paid all of the outstanding indebtedness to the Agent and the Lenders pursuant to which the Credit Agreement relates; and

WHEREAS, Borrower has requested that Agent release its security interest in the Trademark Collateral and reassign the same to Borrower and its Subsidiaries.

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Trademark Security Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Agreement, the Agent hereby states as follows:

1. Definitions. Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Credit Agreement.

2. Release of Security Interest. The Agent hereby terminates, releases and discharges its security interest in all of Borrower's and its Subsidiaries' right, title and interest in, to and under the Trademarks, and any right, title or interest of the Agent in the Trademarks shall hereby cease and become void.


3. Further Assurances. The Agent hereby agrees to duly execute and deliver any further documents and to do such other acts as may be reasonably necessary to evidence or effect

the release of the security interest contemplated hereby, including without limitation any such documentation reasonably requested by the Borrower or any of its Subsidiaries.

IN WITNESS WHEREOF, the undersigned has executed this Agreement by its duly authorized officer as of the date first above written.

Bear Stearns Corporate Lending Inc, as Collateral Agent

By: JPMorgan Chase Bank, N.A., its authorized signatory

By: 
Name: Jennifer Heard
Title: Vice President

[IP RELEASE]

TRADEMARK
REEL: 004498 FRAME: 0808

Schedule A

U.S. Trademark Registrations and Applications

Country	Mark	Status	Reg. No.	Reg. Date
US	BABY DEPOT	Registered	2,395,816	10/17/2000
US	BCF	Registered	2,646,648	11/5/2002
US	BCF BURLINGTON COAT FACTORY (DESIGN)	Registered	2,976,498	7/26/2005
US	BRIGHT IDEAS	Registered	3,083,858	4/18/2006
US	BURLINGTON COAT FACTORY	Registered	1,850,094	8/16/1994
US	BURLINGTON COAT FACTORY (WITH HEART LOGO IN PLACE OF "B")	Registered	3,323,985	10/30/2007
US	CHARLES KLEIN	Registered	1,905,702	7/18/1995
US	COHOES (and Design)	Registered	1,314,745	1/15/1985
US	KID'S DEPOT	Cancelled	2,271,048	8/17/1999
US	LUXURY LINENS	Registered	2,098,506	9/23/1997
US	MJM DESIGNER SHOES	Registered	2,851,935	6/8/2004
US	SENSATIONAL SILHOUETTES	Registered	2,565,931	4/30/2002
US	STYLES TO LIVE FOR, PRICES TO DIE FOR	Registered	2,999,009	9/20/2005
US	TRAVEL TRENDS	Registered	2,957,472	5/31/2005