11/2/11

11/02/2011

103635744

Form PTO-1594 (Rev. 03-11)
OMB Collection 0651-0027 (exp. 03/31)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

Assignment Recordation Branch
Received
NOV - 2 2011
5th Floor
Public Records Division

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Bank of America, N.A.

☐ Individual(s) ☒ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation- State:
☐ Other

Citizenship (see guidelines) US

Additional names of conveying parties attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☐ Yes ☒ No

Name: MerchSource, LLC
Internal Address:
Street Address: 19517 Pauling
City: Foothill Ranch
State: California
Country: US Zip: 92869

☐ Association Citizenship
☐ General Partnership Citizenship
☐ Limited Partnership Citizenship
☐ Corporation Citizenship
☒ Other LLC Citizenship US

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
(Designations must be a separate document from assignment)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) October 31, 2011

☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Release by Secured Party

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Serial #: 77110053 Filing Dt: 02/16/2007 Reg #: 3493282 Reg. Dt: 08/26/2008

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Ms. Jessica Dombroff, Esq. O'Melveny & Myers LLP
Internal Address: LA 1735
Street Address: 400 South Hope Street
City: Los Angeles
State: California Zip: 90071
Phone Number: 213-490-8177
Fax Number:
Email Address: JDOMBROFF@OMM.COM

6. Total number of applications and registrations involved: 28

7. Total fee (37 CFR 2.6(b)(6) & 3.41) $715

☐ Authorized to be charged to deposit account
☒ Enclosed

8. Payment Information:

Deposit Account Number
Authorized User Name

11/02/2011 TLEE11 00000016 77110053
01 FC:8521 40.00 OP
02 FC:8522 675.00 OP

9. Signature:

Signature

October 31, 2011
Date

William Wolff
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 8

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

U.S. TRADEMARK REGISTRATIONS

Trademark Assignment - Recordation Form Cover Sheet

Item No. 4 - C. Identification of Trademarks

Serial #:	77110053	**Filing Dt:**	02/16/2007	**Reg #:**	3493282	**Reg. Dt:**	08/26/2008
Serial #:	77121542	**Filing Dt:**	03/02/2007	**Reg #:**	3603089	**Reg. Dt:**	04/07/2009
Serial #:	77186364	**Filing Dt:**	05/21/2007	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77186464	**Filing Dt:**	05/21/2007	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77398723	**Filing Dt:**	02/15/2008	**Reg #:**	3590091	**Reg. Dt:**	03/17/2009
Serial #:	77504547	**Filing Dt:**	06/20/2008	**Reg #:**	3648649	**Reg. Dt:**	06/30/2009
Serial #:	77504553	**Filing Dt:**	06/20/2008	**Reg #:**	3648650	**Reg. Dt:**	06/30/2009
Serial #:	77504557	**Filing Dt:**	06/20/2008	**Reg #:**	3648651	**Reg. Dt:**	06/30/2009
Serial #:	77550911	**Filing Dt:**	08/19/2008	**Reg #:**	3644843	**Reg. Dt:**	06/23/2009
Serial #:	77581940	**Filing Dt:**	09/30/2008	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77581946	**Filing Dt:**	09/30/2008	**Reg #:**	3786376	**Reg. Dt:**	05/04/2010
Serial #:	77603533	**Filing Dt:**	10/29/2008	**Reg #:**	3587092	**Reg. Dt:**	03/10/2009
Serial #:	77614683	**Filing Dt:**	11/14/2008	**Reg #:**	3732533	**Reg. Dt:**	12/29/2009
Serial #:	77646467	**Filing Dt:**	01/09/2009	**Reg #:**	3759005	**Reg. Dt:**	03/09/2010
Serial #:	77713796	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713799	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713802	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713812	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713815	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713817	**Filing Dt:**	04/14/2009	**Reg #:**	3779334	**Reg. Dt:**	04/20/2010
Serial #:	77713823	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713825	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77713829	**Filing Dt:**	04/14/2009	**Reg #:**	NONE	**Reg. Dt:**	
Serial #:	77745711	**Filing Dt:**	05/27/2009	**Reg #:**	3769214	**Reg. Dt:**	03/30/2010
Serial #:	77975334	**Filing Dt:**	05/21/2007	**Reg #:**	3541665	**Reg. Dt:**	12/02/2008
Serial #:	77975641	**Filing Dt:**	11/07/2006	**Reg #:**	3473563	**Reg. Dt:**	07/22/2008
Serial #:	78744858	**Filing Dt:**	11/01/2005	**Reg #:**	3232652	**Reg. Dt:**	04/24/2007
Serial #:	78980345	**Filing Dt:**	07/19/2006	**Reg #:**	3474154	**Reg. Dt:**	07/22/2008

RELEASE OF PATENTS AND TRADEMARKS

This Release of Patents and Trademarks dated as of October 31, 2011 (this "*Release*") is made by **Bank of America, N.A.**, as Secured Party (in such capacity, "*Secured Party*") with an office at 55 S. Lake Avenue, Suite 900, Pasadena, CA 91101 in favor of **Merchsource, LLC**, a Delaware limited liability company (as successor -in-interest to Merchsource, LLC, a California limited liability company), with an office at 19517 Pauling, Foothill Ranch, CA 92869, as (the "*Grantor*").

WITNESSETH

WHEREAS, pursuant to a Patent and Trademark Security Agreement dated August 31, 2009, recorded in the records of the United States Patent and Trademark Office on September 17, 2009, U.S. Patent Registrations beginning at Reel 023245, Frame 0941 and U.S. Trademark Registrations beginning at Reel 4065, Frame 0232 from the Grantor in favor of Secured Party, the Grantor granted to Secured Party, among other things, a continuing security interest in certain Patents and Trademarks set forth on Schedule 1 hereto (the "*Subject Patents and Trademarks*"), together with the goodwill associated therewith;

WHEREAS, pursuant to the terms of the Patent and Trademark Security Agreement dated August 31, 2009 (said Patent and Trademark Security Agreement, as it may have been amended, restated, supplemented or otherwise modified from time to time, being the "*Security Agreement*"), between Grantor and Secured Party, Grantor created in favor of Secured Party a security interest in, and Secured Party has become a secured creditor with respect to, the Subject Patents and Trademarks;

WHEREAS, the Secured Party wishes to release all of its interest in the Subject Patents and Trademarks in the records of the United States Patent and Trademark Office;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party does hereby release its security interest in, to or under all of the Subject Patents and Trademarks, together with the goodwill of the business symbolized thereby, and any right, title and interest of the Secured Party in, to and under the Subject Patents and Trademarks shall hereby cease and become void.

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TRADEMARK
REEL: 004665 FRAME: 0915

IN WITNESS WHEREOF, the Secured Party has caused this Release to be executed by its duly authorized representative as of the date first above written.

BANK OF AMERICA, N.A., as Secured Party

By: _____
Name: TODD EGGERTSEN
Title: SVP

TRADEMARK
REEL: 004665 FRAME: 0916

SCHEDULE 1

U.S. PATENT REGISTRATIONS

Total properties: 30

1	**Patent #:** D530968	**Issue Dt:** 10/31/2006	**Application #:** 29235414	**Filing Dt:** 08/02/2005
	Title: CARAFE			
2	**Patent #:** D616871	**Issue Dt:** 06/01/2010	**Application #:** 29320434	**Filing Dt:** 06/26/2008
	Title: JUMBO REMOTE CONTROL			
3	**Patent #:** D616872	**Issue Dt:** 06/01/2010	**Application #:** 29320435	**Filing Dt:** 06/26/2008
	Title: JUMBO REMOTE CONTROL			
4	**Patent #:** D626917	**Issue Dt:** 11/09/2010	**Application #:** 29324002	**Filing Dt:** 09/04/2008
	Title: CONNECTOR ASSEMBLY			
5	**Patent #:** D616008	**Issue Dt:** 05/18/2010	**Application #:** 29325330	**Filing Dt:** 09/29/2008
	Title: CAMERA			
6	**Patent #:** D610775	**Issue Dt:** 02/23/2010	**Application #:** 29325331	**Filing Dt:** 09/29/2008
	Title: COIN COUNTING JAR			
7	**Patent #:** D634095	**Issue Dt:** 03/08/2011	**Application #:** 29325332	**Filing Dt:** 09/29/2008
	Title: COIN COUNTING JAR LID			
8	**Patent #:** D606096	**Issue Dt:** 12/15/2009	**Application #:** 29325334	**Filing Dt:** 09/29/2008
	Title: MUSIC PLAYER			
9	**Patent #:** D605630	**Issue Dt:** 12/08/2009	**Application #:** 29325413	**Filing Dt:** 09/30/2008
	Title: SPEAKER HOUSING			
10	**Patent #:** D611845	**Issue Dt:** 03/16/2010	**Application #:** 29325416	**Filing Dt:** 09/30/2008
	Title: WEATHER STATION			
11	**Patent #:** D611846	**Issue Dt:** 03/16/2010	**Application #:** 29325417	**Filing Dt:** 09/30/2008
	Title: WEATHER STATION			
12	**Patent #:** D611224	**Issue Dt:** 03/02/2010	**Application #:** 29325418	**Filing Dt:** 09/30/2008
	Title: BANK MACHINE			
13	**Patent #:** D600569	**Issue Dt:** 09/22/2009	**Application #:** 29325419	**Filing Dt:** 09/30/2008
	Title: ALARM CLOCK			
14	**Patent #:** D612268	**Issue Dt:** 03/23/2010	**Application #:** 29325420	**Filing Dt:** 09/30/2008
	Title: ALARM CLOCK			
15	**Patent #:** D620472	**Issue Dt:** 07/27/2010	**Application #:** 29325500	**Filing Dt:** 10/01/2008
	Title: TELEPHONE			
16	**Patent #:** D609686	**Issue Dt:** 02/09/2010	**Application #:** 29325501	**Filing Dt:** 10/01/2008
	Title: TELEPHONE			
17	**Patent #:** D605682	**Issue Dt:** 12/08/2009	**Application #:** 29325502	**Filing Dt:** 10/01/2008
	Title: PROJECTOR			
18	**Patent #:** D596595	**Issue Dt:** 07/21/2009	**Application #:** 29325503	**Filing Dt:** 10/01/2008
	Title: PHOTO VIEWER			
19	**Patent #:** D629770	**Issue Dt:** 12/28/2010	**Application #:** 29325504	**Filing Dt:** 10/01/2008

	Title: MEDIA PLAYER WITH CAMERA			
20	**Patent #:** D604754	**Issue Dt:** 11/24/2009	**Application #:** 29325505	**Filing Dt:** 10/01/2008
	Title: BINOCULARS			
21	**Patent #:** D617851	**Issue Dt:** 06/15/2010	**Application #:** 29325506	**Filing Dt:** 10/01/2008
	Title: RECONFIGURING ROBOT CAR			
22	**Patent #:** D631923	**Issue Dt:** 02/01/2011	**Application #:** 29325508	**Filing Dt:** 10/01/2008
	Title: RECONFIGURING ROBOT CAR			
23	**Patent #:** D599216	**Issue Dt:** 09/01/2009	**Application #:** 29325568	**Filing Dt:** 10/02/2008
	Title: PHOTO ALARM CLOCK			
24	**Patent #:** D598300	**Issue Dt:** 08/18/2009	**Application #:** 29325569	**Filing Dt:** 10/02/2008
	Title: PHOTO ALARM CLOCK			
25	**Patent #:** D629216	**Issue Dt:** 12/21/2010	**Application #:** 29325578	**Filing Dt:** 10/02/2008
	Title: DIGITAL PHOTO ALBUM			
26	**Patent #:** D601353	**Issue Dt:** 10/06/2009	**Application #:** 29325579	**Filing Dt:** 10/02/2008
	Title: DIGITAL PHOTO ALBUM			
27	**Patent #:** D625021	**Issue Dt:** 10/05/2010	**Application #:** 29340175	**Filing Dt:** 07/14/2009
	Title: FOOT MASSAGER			
28	**Patent #:** D616911	**Issue Dt:** 06/01/2010	**Application #:** 29340176	**Filing Dt:** 07/14/2009
	Title: PROJECTOR			
29	**Patent #:** D623182	**Issue Dt:** 09/07/2010	**Application #:** 29342000	**Filing Dt:** 08/17/2009
	Title: LAPTOP COMPUTER			
30	**Patent #:** D618265	**Issue Dt:** 06/22/2010	**Application #:** 29342003	**Filing Dt:** 08/17/2009
	Title: VIDEO CAMERA			

U.S. TRADEMARK REGISTRATIONS

Total properties: 28

1	**Serial #:** 77110053 **Mark:** SARAH PEYTON	**Filing Dt:** 02/16/2007	**Reg #:** 3493282	**Reg. Dt:** 08/26/2008
2	**Serial #:** 77121542 **Mark:** SARAH PEYTON	**Filing Dt:** 03/02/2007	**Reg #:** 3603089	**Reg. Dt:** 04/07/2009
3	**Serial #:** 77186364 **Mark:** SHIFT3	**Filing Dt:** 05/21/2007	**Reg #:** NONE	**Reg. Dt:**
4	**Serial #:** 77186464 **Mark:** SHIFT3	**Filing Dt:** 05/21/2007	**Reg #:** NONE	**Reg. Dt:**
5	**Serial #:** 77398723 **Mark:** LITTLE SHOTS	**Filing Dt:** 02/15/2008	**Reg #:** 3590091	**Reg. Dt:** 03/17/2009
6	**Serial #:** 77504547 **Mark:** WONDERWALL	**Filing Dt:** 06/20/2008	**Reg #:** 3648649	**Reg. Dt:** 06/30/2009
7	**Serial #:** 77504553 **Mark:** SPEEDSPINNER	**Filing Dt:** 06/20/2008	**Reg #:** 3648650	**Reg. Dt:** 06/30/2009
8	**Serial #:** 77504557 **Mark:** SPEEDBORG	**Filing Dt:** 06/20/2008	**Reg #:** 3648651	**Reg. Dt:** 06/30/2009
9	**Serial #:** 77550911 **Mark:** FUN 2 SAVE	**Filing Dt:** 08/19/2008	**Reg #:** 3644843	**Reg. Dt:** 06/23/2009
10	**Serial #:** 77581940 **Mark:**	**Filing Dt:** 09/30/2008	**Reg #:** NONE	**Reg. Dt:**
11	**Serial #:** 77581946 **Mark:**	**Filing Dt:** 09/30/2008	**Reg #:** 3786376	**Reg. Dt:** 05/04/2010
12	**Serial #:** 77603533 **Mark:** SHIFT3	**Filing Dt:** 10/29/2008	**Reg #:** 3587092	**Reg. Dt:** 03/10/2009
13	**Serial #:** 77614683 **Mark:** SARAH PEYTON	**Filing Dt:** 11/14/2008	**Reg #:** 3732533	**Reg. Dt:** 12/29/2009
14	**Serial #:** 77646467 **Mark:** VENGEANCE	**Filing Dt:** 01/09/2009	**Reg #:** 3759005	**Reg. Dt:** 03/09/2010
15	**Serial #:** 77713796 **Mark:** THE BLACK SERIES	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
16	**Serial #:** 77713799 **Mark:** THE BLACK SERIES	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
17	**Serial #:** 77713802 **Mark:** THE BLACK SERIES	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
18	**Serial #:** 77713812 **Mark:** THE BLACK SERIES	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**

19	**Serial #:** 77713815	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
	Mark: THE BLACK SERIES			
20	**Serial #:** 77713817	**Filing Dt:** 04/14/2009	**Reg #:** 3779334	**Reg. Dt:** 04/20/2010
	Mark: THE BLACK SERIES			
21	**Serial #:** 77713823	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
	Mark: THE BLACK SERIES BY SHIFT3			
22	**Serial #:** 77713825	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
	Mark: THE BLACK SERIES BY SHIFT3			
23	**Serial #:** 77713829	**Filing Dt:** 04/14/2009	**Reg #:** NONE	**Reg. Dt:**
	Mark: THE BLACK SERIES BY SHIFT3			
24	**Serial #:** 77745711	**Filing Dt:** 05/27/2009	**Reg #:** 3769214	**Reg. Dt:** 03/30/2010
	Mark: U-VIDEO			
25	**Serial #:** 77975334	**Filing Dt:** 05/21/2007	**Reg #:** 3541665	**Reg. Dt:** 12/02/2008
	Mark: SHIFT3			
26	**Serial #:** 77975641	**Filing Dt:** 11/07/2006	**Reg #:** 3473563	**Reg. Dt:** 07/22/2008
	Mark: BLUE HAT TOY COMPANY			
27	**Serial #:** 78744858	**Filing Dt:** 11/01/2005	**Reg #:** 3232652	**Reg. Dt:** 04/24/2007
	Mark: MERCH SOURCE			
28	**Serial #:** 78980345	**Filing Dt:** 07/19/2006	**Reg #:** 3474154	**Reg. Dt:** 07/22/2008
	Mark: BLUE HAT TOY COMPANY			