

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Meridian Corporation		06/01/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Garden Ridge Finance Corporation
Street Address:	2215 B. Renaissance Drive
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	80952
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1634497	GARDEN RIDGE
Registration Number:	1641031	GARDEN RIDGE
Registration Number:	1934665	GARDEN RIDGE
Registration Number:	1835001	SHOPPING FUN IN THE GIANT ECONOMY SIZE!
Registration Number:	2116821	DO IT UP BIG
Registration Number:	2215576	THE HOME DECOR MARKETPLACE
Registration Number:	2557813	THE HOME DECOR MARKETPLACE
Registration Number:	2533151	THE HOME DECOR & CRAFT MARKETPLACE
Serial Number:	75522652	DISCOVER SHOPPING THAT'S FUN

CORRESPONDENCE DATA

Fax Number: 2128594000
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-859-8000
 Email: teas@ffhsj.com, jason.greenberg@friedfrank.com

CH \$240.00 1634497

Correspondent Name: Jason Greenberg
Address Line 1: One New York Plaza
Address Line 2: Fried Frank LLP
Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER: 33799-2

NAME OF SUBMITTER: Jason Greenberg

Signature: /JG/

Date: 08/02/2012

Total Attachments: 5
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INTELLECTUAL PROPERTY SECURITY RELEASE AGREEMENT

This INTELLECTUAL PROPERTY SECURITY RELEASE AGREEMENT ("Agreement"), dated as of June 1, 2012 is entered into by and among GARDEN RIDGE FINANCE CORPORATION (the "Grantor") and Meridian Corporation (the "Secured Party").

WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of January 31, 2000 (the "2000 Trademark Security Agreement"), Grantor granted a security interest in the Trademark Collateral as defined in the 2000 Trademark Security Agreement (the "2000 Trademark Collateral") to Allied Capital Corporation ("Allied"), including the trademarks listed on Schedule A hereto;

WHEREAS, the 2000 Trademark Security Agreement was recorded with the United States Patent & Trademark Office, at Reel 2042, Frame 0432;

WHEREAS, the note underlying the 2000 Trademark Security Agreement was discharged pursuant to that certain Debtor's First Amended Joint Plan of Reorganization (Corrected) Under Chapter 11 of the Bankruptcy Code dated March 29, 2005, proposed by Grantor and certain of its affiliates (the "Bankruptcy Plan");

WHEREAS, pursuant to the terms of the Bankruptcy Plan, Garden Ridge, L.P. issued a new note in favor of Allied on May 12, 2005 (the "Note");

WHEREAS, to secure Garden Ridge, L.P.'s obligations under the Note, Garden Ridge, L.P., Grantor, and certain of their affiliates, on the one hand, and Allied, on the other hand, entered into a Security Agreement, dated as of May 12, 2005 ("Security Agreement");

WHEREAS, pursuant to the Security Agreement and that certain Trademark Security Agreement, dated as of May 12, 2005 (the "2005 Trademark Security Agreement"), Grantor granted a security interest to Allied in the Trademark Collateral as defined in the 2005 Trademark Security Agreement (the "2005 Trademark Collateral", and together with the 2000 Trademark Collateral, the "Secured Trademarks"), including the trademarks listed on Schedule A hereto;

WHEREAS, the 2005 Trademark Security Agreement was recorded with the United States Patent & Trademark Office, at Reel 3188, Frame 0947;

WHEREAS, pursuant to that certain Assignment of Note dated as of December 22, 2008, Allied sold and assigned its entire interest in the Note to Secured Party; and

WHEREAS, Secured Party desires to release in its entirety its security interest in, to and under the Secured Trademarks, including the trademarks listed on Schedule A hereto.

NOW, THEREFORE; in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantor and Secured Party hereby agree as follows:

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(i) Release of Security Interest

Secured Party hereby terminates and releases in its entirety, without warranty, representation or recourse whatsoever, its security interest in and lien on the Secured Trademarks. Secured Party hereby authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Agreement.

(ii) Governing Law

This Agreement shall be governed by, and construed in accordance with, the laws of the State of New York without regard to its conflicts of laws principles.


(iii) Counterparts

This Agreement may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which shall be deemed to be an original, but all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart of this Agreement by telefacsimile or other electronic method of transmission shall be equally as effective as delivery of an original executed counterpart of this Agreement.

[Signature Pages Follow]

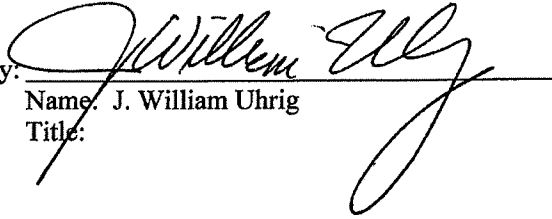
IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written.

Meridian Corporation, as Secured Party

By: 
Name: _____
Title: _____

[Signature Page – IP Release]

GARDEN RIDGE FINANCE CORPORATION,
as Grantor

By: 
Name: J. William Uhrig
Title:

[Signature Page – IP Release]

TRADEMARK

REEL: 004834 FRAME: 0901

Schedule A

Secured Trademarks

Trademark	Registration Number	Registration Date
GARDEN RIDGE	1,634,497	2/5/1991
GARDEN RIDGE	1,641,031	4/16/1991
GARDEN RIDGE	1,934,665	11/14/1995
SHOPPING FUN IN THE GIANT ECONOMY SIZE!	1,835,001	5/3/1994
DO IT UP BIG	2,116,821	11/25/1997
THE HOME DÉCOR MARKETPLACE	2,215,576	12/29/1998
THE HOME DÉCOR MARKETPLACE	2,557,813	04/09/2002
THE HOME DÉCOR & CRAFT MARKETPLACE	2,533,151	01/22/2002
DISCOVER SHOPPING THAT'S FUN	75522652	