

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
U.S. Bank National Association		10/01/2013	banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	Rainbow Play Systems, Inc.
Street Address:	500 Rainbow Parkway
City:	Brookings
State/Country:	SOUTH DAKOTA
Postal Code:	57006
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	2440543	PLAYGROUND DEPOT
Registration Number:	2543866	THE CARNIVAL SERIES
Registration Number:	2012111	SUNSHINE CASTLE
Registration Number:	2017225	KING KONG SERIES
Registration Number:	1974370	KIDS KINGDOM
Registration Number:	1974369	THE BACKYARD CIRCUS
Registration Number:	1977380	YOUR PLAYGROUND HEADQUARTERS
Registration Number:	1978953	LET THE ADVENTURE BEGIN
Registration Number:	2000360	BUILDING CHILDHOOD MEMORIES
Registration Number:	1940793	THE MONSTER CASTLE SERIES
Registration Number:	1967383	PLAY VILLAGE
Registration Number:	1955398	KING KONG CASTLE
Registration Number:	1760040	CASTLE CLIMBER
Registration Number:	1801681	ADOPT-A-PLAYGROUND

TRADEMARK

Registration Number:	1710180	
Registration Number:	1700667	RAINBOW
Registration Number:	1669578	RAINBOW PLAY SYSTEMS, INC.

CORRESPONDENCE DATA

Fax Number: 2147455390
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 214745.5370
Email: jmuennink@winstead.com
Correspondent Name: Janie Muennink c/o Winstead PC
Address Line 1: P.O. Box 131851
Address Line 4: Dallas, TEXAS 75313

ATTORNEY DOCKET NUMBER:	54897-7
NAME OF SUBMITTER:	Janie Muennink
Signature:	/Janie Muennink/
Date:	10/03/2013

Total Attachments: 3
source=54897-7 release 09 28 2001 security interest#page1.tif
source=54897-7 release 09 28 2001 security interest#page2.tif
source=54897-7 release 09 28 2001 security interest#page3.tif

RELEASE OF SECURITY INTEREST

This RELEASE OF SECURITY INTEREST, effective as of October 12013, is made by U.S. Bank National Association, a U.S. national banking association, pursuant to the Security Agreement described below ("Secured Party"), having a place of business 601 Second Avenue South, Location EP-MN-M5BC, Minneapolis, Minnesota 55402-4302;

WHEREAS, Rainbow Play Systems, Inc., a Minnesota corporation ("Grantor"), having a place of business at 500 Rainbow Parkway, Brookings, South Dakota 57006, executed and delivered that certain Loan and Security Agreement dated as of September 28, 2001, (the "Security Agreement"), in favor of Secured Party;

WHEREAS, pursuant to the Security Agreement, Grantors granted and pledged to Secured Party a security interest in and to Grantor's right, title and interest in, to, and under the Collateral (as defined in the Security Agreement), including without limitation those Trademarks (as defined in the Security Agreement) as set forth on the attached Exhibit A, including without limitation all present and future rights (including, without limitation, the right to sue for past, present, or future infringements), titles, and interests of Grantors in and to all trademark applications, trademarks, corporate names, company names, tradenames, business names, fictitious business names, tradestyles, service marks, logos, other source of business identifiers, copyrights, designs, rights or licenses to use any trademarks, and all registrations and recordings thereof, including, without limitation, the Trademarks listed on Exhibit A, and the goodwill of each business to which each Trademark relates;

WHEREAS, the Security Agreement was recorded in the United States Patent and Trademark Office in Reel/Frame 2382/0256, on October 5, 2001; and

WHEREAS, the Obligations (as defined in the Security Agreement) have been satisfied and Secured Party no longer claims an interest in the Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Secured Party hereby releases to Grantor the security interest in, to and under the Collateral, including without limitation the Collateral identified on Exhibit A.

REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK


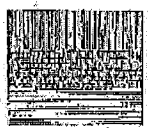

IN WITNESS WHEREOF, the undersigned has caused this RELEASE to be duly executed and delivered as of the date first above written.

U.S. BANK NATIONAL ASSOCIATION

By: *Suzanne E. Beisw*
Print Name: *Suzanne E. Beisw*
Print Title: *Senior Vice President*

EXHIBIT A

Trademarks

MARK	REGISTRATION NO.	REGISTRANT
PLAYGROUND DEPOT	2,440,543	Rainbow Play Systems, Inc.
THE CARNIVAL SERIES	2,543,866	Rainbow Play Systems, Inc.
SUNSHINE CASTLE	2,012,111	Rainbow Play Systems, Inc.
KING KONG SERIES	2,017,225	Rainbow Play Systems, Inc.
KIDS KINGDOM	1,974,370	Rainbow Play Systems, Inc.
THE BACKYARD CIRCUS	1,974,369	Rainbow Play Systems, Inc.
YOUR PLAYGROUND HEADQUARTERS	1,977,380	Rainbow Play Systems, Inc.
LET THE ADVENTURE BEGIN	1,978,953	Rainbow Play Systems, Inc.
BUILDING CHILDHOOD MEMORIES	2,000,360	Rainbow Play Systems, Inc.
THE MONSTER CASTLE SERIES & DESIGN 	1,940,793	December 12, 1995
PLAY VILLAGE	1,967,383	Rainbow Play Systems, Inc.
KING KONG CASTLE	1,955,398	Rainbow Play Systems, Inc.
CASTLE CLIMBER	1,760,040	Rainbow Play Systems, Inc.
ADOPT-A-PLAYGROUND DESIGN 	1,710,180	Rainbow Play Systems, Inc.
RAINBOW & design 	1,700,667	Rainbow Play Systems, Inc.
RAINBOW PLAY SYSTEMS, INC.	1,669,578	Rainbow Play Systems, Inc.

Release of Security Interest - U.S. Bank National Association/Rainbow Play Systems, Inc.
DALLAS_1/6146277v.1 54897-7