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

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Canadian Imperial Bank of Commerce

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Bank

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other Release of Security Interest

Execution Date: 03/03/2003

2. Name and address of receiving party(ies)

Name: BTN, Inc.

Internal Address: Wyomissing Professional Center

Street Address: 825 Berkshire Blvd., Ste. 200

City: Wyomissing State: PA Zip: 19610

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Mississippi, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE ONE

Additional number(s) attached Yes No

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

Name: Internal Address: Federal Research Company, LLC 1030 15th Street, NW, Suite 920 Washington, DC 20005 Street A City: State: Zip

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41):

\$ 165.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

03/20/2003 670N11 00000032 1866988

01 FC:0521 02 FC:0522

Maureen P. Murphy Name of Person Signing

40.00 OP 125.00 OP

Maureen P. Murphy Signature

03/13/2003

Date

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

4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002694 FRAME: 0214

SCHEDULE ONE

BTN, Inc.

BOOMTOWN, Registration No. 1,866,988

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.

Reel/Frame: 2168/0901 and 2180/0901, Brief: Security interest in trademark license, Recorded August 17, 2000

AMERICA'S FAVORITE, Registration No. 1,924,855

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.

Reel/Frame: 2168/0001 and 2180/0901, Brief: Security interest in trademark license, Recorded August 17, 2000

THE WILD WEST AT ITS BEST, registration No. 2,120,681

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.

Reel/Frame: 2168/0001 and 2180/0901, Brief: Security interest in trademark license, Recorded August 17, 2000

IT'S HOW YOU PUT IT TOGETHER, Registration No. 2,213,026

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.

Reel/Frame: 2168/0001 and 2180/0901, Brief: Security interest in trademark license, Recorded August 1, 2000

BOOMTOWN, Registration No. 2,325,720

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.

Reel/Frame: 2168/0001 and 2180/0901, Brief: Security interest in trademark license, Recorded August 17, 2000

Design, Registration No. 2,374,090

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.

Reel/Frame: 2168/0001 and 2180/0901, Brief: Security interest in trademark license, Recorded August 17, 2000

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS ("Termination") is executed and delivered as of the 3rd day of March, 2003 by Canadian Imperial Bank of Commerce, as Administrative Agent ("Lender"), to BTN, Inc., a Mississippi corporation ("BTN").

BACKGROUND

A. On August 8, 2000, BTN, executed and delivered to Lender a certain Intellectual Property Security Agreement ("BTN Security Agreement").

B. Pursuant to the BTN Security Agreement, BTN granted to Lender a security interest in the trademarks set forth on Exhibit A attached hereto (the "Security Interest").

C. The Security Interest was recorded in the United States Patent and Trademark Office ("USPTO") as set forth on Exhibit A attached hereto.

NOW THEREFORE, with the foregoing Background incorporated by reference and intending to be legally bound hereby, the parties agree as follows:

1. Lender terminates and releases all of its rights, titles and interests in the trademarks set forth on Exhibit A.
2. BTN, or its designee, may record this Termination in the USPTO and in any other trademark offices as may necessary to carry out the intentions of this Termination.

IN WITNESS WHEREOF, Lender has executed and delivered this Termination as of the day and year first above written.

CANADIAN IMPERIAL BANK OF COMMERCE,
as Administrative Agent

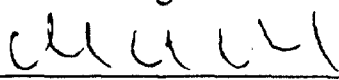
By: 
Cedric Henley
Executive Director
CIBC World Markets Corp., AS AGENT

Exhibit A

BOOMTOWN, Registration No. 1,866,988

Assignee: Canadian Imperial Bank of Commerce, as Administrative Agent, Assignor: BTN, Inc.
Reel/Frame: 2168/0001 and 2180/0901, Brief: Security interest in trademark license, Recorded
August 17, 2000

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