TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BANK OF MONTREAL, AS AGENT		08/01/2011	a Canadian chartered bank: CANADA

RECEIVING PARTY DATA

Name:	EARLYCHILDHOOD LLC
Street Address:	2 Lower Ragsdale Drive
Internal Address:	Suite 200
City:	Monterey
State/Country:	CALIFORNIA
Postal Code:	93940
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	1344758	DANDI-LI-ON
Registration Number:	1412843	RAINBOW
Registration Number:	1818908	BIOCOLOR
Registration Number:	1852370	EARLY CHILDHOOD NEWS
Registration Number:	1968549	FLEXITEMP
Registration Number:	1987941	LITTLE BIT O'PAINT
Registration Number:	2004364	BASIC BRIGHTS
Registration Number:	2048585	FIRST ART
Registration Number:	2052213	THE IMAGINATION PLAYGROUND
Registration Number:	2209045	SQUEEZEABLES
Registration Number:	2389794	LIFELONG LEARNING STARTS HERE
Registration Number:	2455515	
Registration Number:	2546548	COLORATIONS

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Registration Number:	2546549	COLORATIONS
Registration Number:	2546836	CHILD CARE CENTRAL
Registration Number:	2555560	COMPLETING THE CIRCLE BETWEEN TEACHERS AND PARENTS
Registration Number:	2555561	
Registration Number:	2558498	MOO-NAY
Registration Number:	2584890	BIOPUTTY
Registration Number:	2661596	COLORS LIKE ME
Serial Number:	75668393	MARBLEATIONS

CORRESPONDENCE DATA

Fax Number: (213)830-8743

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

Phone: 213-680-6400

Email: kimberley.lathrop@bingham.com

Correspondent Name: Kimberley A. Lathrop

Address Line 1: 355 South Grand Avenue

Address Line 2: Bingham McCutchen LLP

Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	3002329356072 EARLY-1ST
NAME OF SUBMITTER:	Kimberley A. Lathrop
Signature:	/Kimberley A. Lathrop/
Date:	08/01/2011

Total Attachments: 5

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TERMINATION AND RELEASE OF FIRST LIEN TRADEMARK COLLATERAL AGREEMENT

THIS TERMINATION AND RELEASE OF FIRST LIEN TRADEMARK COLLATERAL AGREEMENT (this "Termination"), is dated as of August 1, 2011, and made by Bank of Montreal, a Canadian chartered bank ("Agent") to Earlychildhood LLC, a California limited liability company ("Debtor").

WHEREAS, reference is made to (i) certain First Lien Credit Agreement, dated as of November 29, 2006 (as amended, the "Credit Agreement"), among Excelligence Learning Corporation, the guarantors party thereto, the financial institutions listed on the signature pages thereof as Lenders, and (ii) the other Loan Documents (as defined in the Credit Agreement) and all guaranties, security agreements, mortgages, subordination agreements, intercreditor agreements, pledge agreements, blocked account agreements, notes and other documents and instruments relating thereto (together with the Credit Agreement, collectively, the "Credit Documents");

WHEREAS, pursuant to that certain First Lien Trademark Collateral Agreement dated as of November 29, 2006, made by Debtor in favor of Agent (the "Security Agreement"), a security interest was granted by the Debtor to Agent in certain collateral, including the Trademarks (as hereinafter defined);

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on December 1, 2006, at Reel 003438 and Frame 0955;

WHEREAS, Debtor has paid all its outstanding Obligations to Agent under the Credit Agreement; and

WHEREAS, Agent now desires to terminate and release the Security Agreement;

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

1. Definitions. The term "Trademarks", as used herein, shall mean all of the Debtor's right, title and interest of every kind and nature as of the date hereof in the trademarks listed on Schedule A hereto.

2. Release of Security Interest. Agent hereby terminates the Security Agreement and terminates, releases and discharges its security interest in the Trademarks and reassigns to the person or persons legally entitled thereto all right, title and interest of Agent in the Trademarks.

3. Representations and Warranties. Agent represents and warrants that: (i) it has the full power and authority to execute this Termination; and (ii) it has not assigned, transferred, restricted or otherwise encumbered its rights under the Security Agreement.

4. Further Assurances. Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release contemplated hereby.

[*Remainder of page intentionally blank; signature page follows*]

IN WITNESS WHEREOF, the Agent has caused this Termination to be executed by its duly authorized officer as of the date first written above.

BANK OF MONTREAL, as Agent

By: Pauline Christopher
Name: Pauline A. Christopher
Title: Vice President

Schedule A

TRADEMARK REGISTRATION

State or Country	Registration No.	Registration Date	Trademark or Service Mark
U.S.	1,344,758	June 25, 1985	DANDI-LI-ON
U.S.	1,412,843	October 14, 1986	RAINBOW
U.S.	1,818,908	February 1, 1994	BIOCOLOR
U.S.	1,852,370	September 6, 1994	EARLY CHILDHOOD NEWS
U.S.	1,968,549	April 16, 1996	FLEXITEMP#
U.S.	1,987,941	July 23, 1996	LITTLE BIT O'PAINT*
U.S.	2,004,364	October 1, 1996	BASIC BRIGHTS*
U.S.	2,048,585	April 1, 1997	FIRST ART
U.S.	2,052,213	April 15, 1997	THE IMAGINATION PLAYGROUND
U.S.	2,209,045	December 8, 1998	SQUEEZEABLES*
U.S.	2,389,794	September 26, 2000	LIFELONG LEARNING STARTS HERE
U.S.	2,455,515	May 29, 2001	DESIGN LOGO – Child Reaching for Star – Website
U.S.	2,546,548	March 12, 2002	COLORATIONS (Class 16)
U.S.	2,546,549	March 12, 2002	COLORATIONS (Class 2)
U.S.	2,546,836	March 12, 2002	CHILD CARE CENTRAL
U.S.	2,555,560	April 2, 2002	COMPLETING THE CIRCLE BETWEEN TEACHERS AND PARENTS (Catalog and Website)
U.S.	2,555,561	April 2, 2002	DESIGN LOGO – Child Reaching for Star- Catalog
U.S.	2,558,498	April 9, 2002	MOO-NAY

U.S.	2,584,890	June 25, 2002	BIOPUTTY
U.S.	2,661,596	December 17, 2002	COLORS LIKE ME

* Abandoned.

' To be abandoned.

TRADEMARK APPLICATIONS

State or Country	Application Serial No.	Application Filing Date	Trademark or Service Mark
U.S.	75/668393	December 8, 1999	MARBLEATIONS*