

3-26-01

REC

04-10-2001

SHEET

JMB No. 0651-0011 (exp. 4/94)



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Tab settings

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

1. Name of conveying party(ies):

Bank of America, N.A.
(formerly known as BankAmerica Business Credit, Inc.)

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release & Termination of Collateral Assignment
- Merger
- Change of Name

Execution Date: Feb. 27, 2001

2. Name and address of receiving party(ies)

Name: Ares Department Stores, Inc.

Internal Address:

Street Address: 2418 Main St

City: Rocky Hill State: CT ZIP: 06067

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

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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

04/10/2001 6TON11 00000031 1574958

01 FC:481 40.00 DP
02 FC:482 925.00 DP

DO NOT USE THIS SPACE

6. Total number of applications and registrations involved: 38

7. Total fee (37 CFR 3.41).....\$ 965

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Laura Konrath

Signature

3/15/01

Date

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

Mail documents to be recorded with required cover sheet information to:

TRADEMARK
REEL: 002266 FRAME: 0529

Continuation
Item 4

SCHEDULE 2-A TO ASSIGNMENT FOR SECURITY

TRADEMARKS

<u>Trademark</u>	<u>Application or Registration Date</u>	<u>Application Serial No. or Registration No.</u>
1. Ames (Cl. 16, 25)	January 2, 1990	1,574,958
2. Beauty Signature	May 13, 1994	74-524,354
3. Body Image (Cl. 25)	February 24, 1993	74-361,611
4. Bunnies & Buddies (Cl. 25)	February 14, 1989	1,524,638
5. Classic Living (Cl. 20)	July 9, 1985	1,347,943
6. Classic Living (Cl. 2)	June 5, 1979	1,119,477
7. Classic Living (Cl. 21)	September 30, 1993	74-441,662
8. Cool Blues (Cl. 25)	February 7, 1989	1,523,622
9. Cracked Ice (Cl. 25)	February 21, 1989	1,525,829
10. Cuddle Towne (Cl. 25)	June 28, 1988	1,429,327
11. E.Z. Gear (Cl. 25)	April 12, 1994	1,830,825
12. Erica Hart (Cl. 14)	September 27, 1989	1,505,796
13. Erica Hart (Cl. 25)	September 27, 1988	1,506,056
14. Handy Pro	May 6, 1994	74-520,457
15. Holiday Accents (Cl. 4)	December 22, 1992	1,742,086
16. Holiday Accents (Cl. 11)	January 5, 1993	1,745,155

REEL 181 FRAME 171

TRADEMARK

<u>Trademark</u>	<u>Application or Registration Date</u>	<u>Application Serial No. or Registration No.</u>
17. Holiday Accents W/D (Cl. 28)	April 20, 1993	1,766,816
18. Holiday Accents (Cl. 21)	April 20, 1993	1,766,741
19. Island Sands (Cl. 25)	July 12, 1988	1,495,941
20. Liz Thomas (Cl. 25)	September 17, 1985	1,360,692
21. Liz Thomas (Cl. 25)	December 13, 1993	74-468,706
22. Party Plaza (Cl. 16, 21, 28)	February 12, 1992	74-245,873
23. Pawsitively Pets (Cl. 31)	July 2, 1993	74-408,862
24. Quarters	September 10, 1993	74-434,238
25. Razz Berry (Cl. 25)	November 2, 1982	1,214,941
26. Razzberry (Cl. 25)	July 2, 1985	1,346,404
27. Rhenish Harbor (Cl. 25)	September 20, 1988	1,504,968
28. The Diamond District (Cl. 14, 42)	May 22, 1992	74-277,658
29. Timber Trail	April 7, 1987	1,435,776
30. Timber Trail (Cl. 25)	September 10, 1993	74-434,237
31. Tropical Isle (Cl. 25)	September 20, 1988	1,504,969
32. Walkin' Fancy	August 27, 1993	74-429,240
33. Ames On Your Side 100%	October 14, 1993	74-446,894
34. Party Plaza	April 13, 1993	1,765,091
35. Pawsitively Pets	November 30, 1993	1,803,209

TRADEMARK

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<u>Trademark</u>	<u>Application or Registration Date</u>	<u>Application Serial No. or Registration No.</u>
36. Positively Pets	June 22, 1993	1,778,504
37. Price Watch	November 22, 1983	1,258,949
38. Share Because You Care	June 29, 1993	1,779,883

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TRADEMARK

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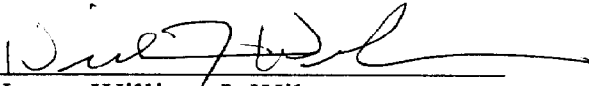
**RELEASE AND TERMINATION
OF
COLLATERAL ASSIGNMENT**

KNOW ALL MEN BY THESE PRESENTS, that a certain Collateral Assignment for Security (Trademarks) (the "Collateral Assignment") was executed by Ames Department Stores, Inc. a Delaware corporation ("Debtor"), covering the Trademark Registrations and Trademark Applications more fully described on Schedule I annexed hereto and made a part hereof in favor of BankAmerica Business Credit, Inc. (now known as Bank of America, N.A.) as Administrative Agent (the "Secured Party"), dated as of June 22, 1994 and recorded with the United States Patent and Trademark Office on July 1, 1994 on Reel 1181 Frame 165. Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Collateral Assignment.

The Secured Party hereby releases its right, title and interest in the Trademark Registrations and Trademark Applications which were pledged, mortgaged and set over to the Secured Party by Debtor pursuant to the Collateral Assignment and terminates the Collateral Assignment.


IN WITNESS WHEREOF, the undersigned has executed this Release and Termination this 27th day of FEBRUARY 2001.

BANK OF AMERICA, N.A. (formerly known as BankAmerica Business Credit, Inc.), as Administrative Agent

By: 
Name: William J. Wilson
Title: Vice President

STATE OF New York
) ss:
COUNTY OF New York

On this 27th day of February 2001 before me, a Notary Public in and for said County, personally appeared William J. Wilson, who acknowledged himself/herself to be a Vice President of Bank of America, N.A., and as such and being authorized to do so, that he/she executed the foregoing instrument for the purposes therein contained, on behalf of the bank.


Notary Public
My commission expires:
J. SITA RAMNARACE
Notary Public, State of New York
No. 01RA6008809
Qualified in Queens County
Commission Expires June 15, 2002

**SCHEDULE I
TO
RELEASE AND TERMINATION OF
COLLATERAL ASSIGNMENT**

Trademark

Application or
Registration Date

Application
Serial No. or
Registration No.

[see attached schedule 2-A]