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

101842698

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

1. Name of conveying party(ies): Congress Financial Corporation (Southwest) Individual(s) Association General Partnership Limited Partnership Corporation-State Other Texas

2. Name and address of receiving party(ies) Name: Ace Novelty Co., Inc. Internal Address: Street Address: 4400 Tejasco City: San Antonio State: TX Zip: Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Texas Other

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Release Execution Date: 8/20/2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) See attached Schedule 1

Additional number(s) attached Yes No

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

6. Total number of applications and registrations involved: 21

RETURN TO: FEDERAL RESEARCH CORP. 400 SEVENTH STREET NW SUITE 101 WASHINGTON DC 20004

7. Total fee (37 CFR 3.41) \$ 540.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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. Meredith A. Parsons Signature Date 08/31/2001

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

09/13/2001 JJALLAH2 00000014 924903 01 FC:481 02 FC:482 40.00 475.00

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

TRADEMARK REEL: 002366 FRAME: 0527

Schedule 1Trademarks to be Released

<u>Trademark</u>	<u>Registration/Application No.</u>	<u>Registration Date</u>
Fun Services	924,903	November 30, 1971
Santa's Secret Shop	777,455	September 22, 1964
Holiday Gift Shop Design	1,735,167	April 29, 1991
Good Neighbor General Store	1,178,603	November 17, 1981
Mother's Day Boutique	1,165,934	August 18, 1981
Just For Fun	1,523,776	February 7, 1989
Santa's Secret Shop	1,252,406	September 27, 1983
Fun Services Inc. Design	925,691	December 14, 1971
Santa's Secret Shop Design	1,281,851	June 12, 1984
Santa's Secret Shop	TMA 300,683	March 8, 1985
Fun Services Design	1,913,883	August 22, 1995
Santa's WorkShop Design	73/635,716	December 16, 1986
Holiday Gift Shop	1,622,852	November 13, 1990
Santa's WorkShop	1,487,723	May 10, 1988
Just for Fun Design	74/108,667	October 24, 1990
Deely Bobbers	1,267,990	February 21, 1984
Penpals for P.O.W.E.R	74/159,228	April 22, 1991
P.O.W.E.R Club	1,724,194	October 13, 1992
Super World Character	1,802,949	November 2, 1993
P.O.W.E.R. Protect Our World Everyone Recycle	74/159,364	April 22, 1991
The Original Santa's Secret Shop Est. 1968	1,740,107	December 15, 1992

RELEASE OF SECURITY AGREEMENT - TRADEMARK

WHEREAS, Congress Financial Corporation (Southwest)("Congress"), having an office at 1201 Main Street, Suite 1625, Dallas, Texas 75202, entered into a Trademark Collateral Assignment and Security Agreement, dated October 25, 1999, (the "Trademark Agreement") with Ace Novelty Co., Inc. ("Ace") having an address at 4400 Tejasco, San Antonio, Texas, 78218, to secure payment of obligations of Ace and certain of its affiliates to Congress; and

WHEREAS, an executed copy of the Trademark Agreement was recorded by the United States Patent and Trademark Office on Reel 002001, Frame 0619 on December 9, 1999; and

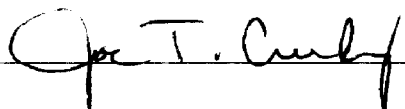
WHEREAS, Ace has requested that Congress release its security interest in the trademarks listed on Schedule 1 annexed hereto;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Congress hereby:

1. Releases its security interest in the trademarks which are described more fully on Schedule 1.
2. Authorizes and requests the Commissioner of Patents and Trademarks of the United States of America to note and record the existence of the release hereby created.

IN WITNESS WHEREOF, Congress has caused this Release to be signed by its authorized officer this 28th day of August, 2001.

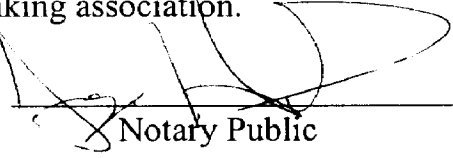
CONGRESS FINANCIAL CORPORATION
(SOUTHWEST)

By: 
Title: AVP

STATE OF TEXAS)
) SS:
COUNTY OF Ballas)

On this 28th day of August 2001, before me personally came

Joe Cuddy, to me known who stated that he is the
Assistant Vice President of Congress Financial Corporation (Southwest),
the corporation described in and which executed the foregoing instrument; and that he signed his
name thereto duly authorized on behalf of said national banking association.



Notary Public

