

FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
Copyright 1994-97 LegalStar
TM05/REV03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS ONLY

134115/002

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
GMAC Commercial Finance LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other **Delaware Limited Liability Company**

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **Tristar USA, LLC**

Internal Address: **105 South Street**

Street Address: **Mary's Street, Suite 1800**

City: **San Antonio** State: **TX** ZIP: **78205**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other **Release of Security Interest**

Execution Date: **April 28, 2003**

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

A. Trademark Application No.(s)
see schedule attached

Additional numbers Yes No

B. Trademark Registration No.(s)
see schedule attached

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

Name: **Heather Danzig Heft, Esq.**

Internal Address: **Stroock & Stroock & Lavan LLP**

Street Address: **180 Maiden Lane**

City: **New York** State: **NY** ZIP: **10038**

6. Total number of applications and registrations involved:..... **13**

7. Total fee (37 CFR 3.41):.....\$ **\$340.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-4709

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.

Heather Danzig Heft *Heather Danzig Heft* **May 30, 2003**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and



SCHEDULE OF TRADEMARKS

MARK	COUNTRY	REG NO.	ISSUED
EARTH'S REFRESHERS	United States	2,237,865	4/6/99
SEA SPRAY	United States	2,222,015	2/2/999
CLEAN MUSK	United States	2,196,674	10/13/98
FRAGRANCE IMPRESSIONS LIMITED	United States	2,025,454	12/24/96
FRAGRANCE IMPRESSIONS LIMITED	United States	1,579,702	1/30/90
FIL (and Design)	United States	1,635,914	2/26/91
COASTAL BREEZE	United States	2,332,355	3/21/00
THE ONE STOP BATH SHOP	United States	2,316,006	2/8/00
CLEAN MUSK	United States	2,235,689	3/7/00
SEA SPRAY	United States	2,437,906	
EARTH'S REFRESHERS	United States	2,315,014	7/1/98
ISLAND BREEZE	United States	2,380,350	8/29/00
DESIGNER MISTS	United States	1,891,591	4/25/95
FIL (and Design)	Brazil	815256442	5/19/92
FRAGRANCE IMPRESSIONS (Stylized)	Brazil	815256434	5/5/98
MEDALLION Design [FIL (and Design)]	Canada	413,904	6/25/93
FRAGRANCE IMPRESSIONS LIMITED	Canada	410,704	4/9/93
FRAGRANCE IMPRESSIONS LIMITED	Czech Republic	188068	1/30/96
FIL (and Design)	Czech Republic	188069	1/30/96
FRAGRANCE IMPRESSIONS LIMITED	India	639985	9/13/94

RELEASE OF SECURITY INTEREST

WHEREAS, GMAC Commercial Finance LLC, a Delaware limited liability corporation, as successor in interest to GMAC Commercial Credit, LLC, ("Secured Party"), is the holder of a security interest in the trademark registrations listed on Schedule 1, annexed hereto and made a part hereof, owned by Fragrance Impressions Corporation, as successor in interest to Tristar USA, LLC (the "Debtor"), as well as the goodwill of the business associated therewith (the "Intellectual Property"), pursuant to a Security Agreement among the Secured Party and the Debtor, recorded with the United States Patent and Trademark Office on February 16, 2000 (the "Security Agreement"); and

WHEREAS, the Secured Party no longer claims a security interest under the Security Agreement;

NOW, THEREFORE, the Secured Party and Debtor hereby agree as follows:

1. The Secured Party hereby expressly releases and discharges on behalf of itself, its successors, legal representatives and assigns, the security interest in, to and under the Intellectual Property of the Debtor pursuant to the Security Agreement.
2. The Secured Party has no right, title, claim, lien or other interest in the Intellectual Property pursuant to the Security Agreement.
3. The Secured Party hereby authorizes and requests the Commissioner of Patent and Trademarks of the United States Patent and Trademark Office to record this Release Of Security Interest with regard to the Security Agreement.

IN WITNESS WHEREOF, the Secured Party has duly executed this Release of Security Interest, this 28 day of April, 2003.

GMAC COMMERCIAL FINANCE LLC

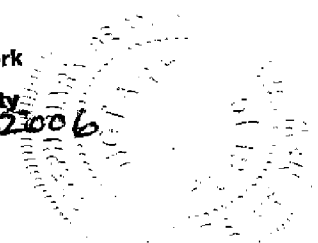
By: *[Signature]*
 Name: Laszlo Hajdu-Nemeth
 Title: VICE PRESIDENT

STATE OF NEW YORK)
 : ss.:
 COUNTY OF NEW YORK)

On this 28 day of April, 2003, before me personally came LASZLO HAJDU-NEMETH to me known, who being by me duly sworn, did depose and say that (s)he is the _____ of GMAC COMMERCIAL FINANCE LLC, the company named herein, and that (s)he signed in the name of said company pursuant to authorization granted by said company.

[Signature]
 Notary Public

JOSEPH MARK BERNAVA
 Notary Public, State of New York
 No. 4877625
 Qualified in Westchester County
 Commission Expires Dec. 8, 2006



SCHEDULE OF TRADEMARKS

MARK	COUNTRY	REG NO.	ISSUED
EARTH'S REFRESHERS	United States	2,237,865	4/6/99
SEA SPRAY	United States	2,222,015	2/2/999
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MARK	COUNTRY	REG NO.	ISSUED
FIL (and Design)	India	639986	9/13/94
FRAGRANCE IMPRESSIONS LTD	Latvia	M 36 213	2/20/97
FIL (and Design)	Latvia	M 36 220	2/20/97
FRAGRANCE IMPRESSIONS LTD.	Lithuania	28867	7/28/98
FL (and Design)	Lithuania	26697	3/2/98
FRAGRANCE IMPRESSIONS LTD.	Mexico	489145	4/25/95
FIL (and Design)	Mexico	545190	3/31/97
FRAGRANCE IMPRESSIONS LTD.	Russia	135797	12/29/95
FRAGRANCE IMPRESSIONS LTD.	United Kingdom	2015436	3/24/95
FIL (and Design)	United Kingdom	2015436	3/24/95
FIL (and Design)	Argentina	1,737,201	10/15/99
FRAGRANCE IMPRESSIONS, LTD.	Argentina	1,570,403	7/31/95

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RECORDED: 05/30/2003

TRADEMARK
REEL: 002661 FRAME: 0398