

12-22-2004

RECORD
TRAC



102910414

To the Director of the U. S. Patent and Trademark

or the new address(es) below.

12-22-04

1. Name of conveying party(ies)/Execution Date(s):

Madison Capital Funding LLC

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

Citizenship (see guidelines) _____

Execution Date(s) July 7, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination of Security Interest
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: American Coin Merchandising, Inc.

Internal Address: _____

Street Address: 397 South Taylor Avenue

City: Louisville

State: CO

Country: _____ Zip: 80027

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Delaware

Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached schedule.

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Sarah E. Massey, Esq.

Internal Address: _____

Perkins Coie LLP

Street Address: 1201 Third Avenue, Suite 4800

City: Seattle

State: WA Zip: 98101

Phone Number: 206-359-6223

Fax Number: 206-359-7223

Email Address: _____

6. Total number of applications and registrations involved:

12

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 315

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

OPR/FINANCE
DEC 22 PM 12:37

40.00 DP
275.00

9. Signature:

Signature

Date

Raymond P. Mulroy

Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

12/27/2004
01 FC:8521
02 FC:8522

EXHIBIT A**Trademarks**

MARK	REG. NO.
Toy Shoppe	1616544
Sugarloaf	1624588
Fun Shoppe	1796313
Treasure Shoppe	1930216
Sugarloaf	1950388
Sugarloaf	2028133
Sugarloaf (and Design)	1957176
Sugarloaf	1905902
Shoppe	2233463
Kid Shoppe	2287231
Shoppe of Stickers	2363104
SUGARLOAF	1579191

TRADEMARK RELEASE

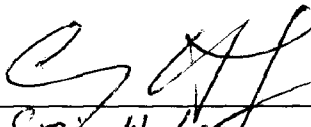
THIS RELEASE is made as of this 7th day of July, 2004 by MADISON CAPITAL FUNDING LLC ("Agent") in favor of AMERICAN COIN MERCHANDISING, INC. ("Company")

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Agent hereby unconditionally and expressly releases, terminates, and discharges any and all of its right, title and interest in and to, and any and all liens and security interests it may have upon, all of the trademarks and trademark applications, including but not limited to, any and all items listed on Exhibit A attached hereto and made a part hereof, which liens and security interests were established under and pursuant to that certain Guarantee and Collateral Agreement, dated as of February 11, 2002 by and between Agent, Company and certain affiliates of Company (as the same has been amended, supplemented or otherwise modified, the "Agreement").

The 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 of the liens and security interests contemplated hereby.

This Release shall be binding upon Agent's legal representatives, assigns and successors.

MADISON CAPITAL FUNDING LLC, as Agent

By: 
Name: Craig H. Cook
Title: Managing Director