

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM321770

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BRANCH BANKING AND TRUST COMPANY		10/09/2014	CORPORATION:

RECEIVING PARTY DATA

Name:	SOFT AIR USA, INC.
Street Address:	1452 Hughes Road, Suite 100
City:	Grapevine
State/Country:	TEXAS
Postal Code:	76051
Entity Type:	CORPORATION: TEXAS
Name:	PALCO MARKETING, INC.
Street Address:	8555 Revere Lane North, Suite 600
City:	Maple Grove
State/Country:	MINNESOTA
Postal Code:	55369
Entity Type:	CORPORATION: MINNESOTA
Name:	SPARTAN IMPORTS, INC.
Street Address:	213 Lawrence Ave.
City:	South San Francisco
State/Country:	CALIFORNIA
Postal Code:	94080
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Serial Number:	78936957	FIREPOWER
Serial Number:	78885640	FIREPOWER
Serial Number:	75743849	FLYING COLORS
Serial Number:	75743431	SPLATMATIC
Serial Number:	85438443	BUNKER BUSTER
Serial Number:	85411773	TERMINATOR
Serial Number:	85160618	SOFT AIR

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Property Type	Number	Word Mark
Serial Number:	85352173	AMP TACTICAL
Serial Number:	85121769	BANDASTIC
Serial Number:	85374073	HYDRO DRENCHER
Serial Number:	77858183	SOFT MARK
Serial Number:	77745898	STRYKE ZONE
Serial Number:	77744757	SATURATOR
Serial Number:	77715637	ON DUTY KIT
Serial Number:	77556753	SECOND CHANCE BBS
Serial Number:	77467045	SUDAVIATION
Serial Number:	77380772	MAS P5
Serial Number:	85355456	JAVELIN AIRSOFT WORKS
Serial Number:	85355338	JAVELIN AIRSOFT WORKS

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 973-443-3572

Email: agostinoj@gtlaw.com

Correspondent Name: Joseph Agostino

Address Line 1: 200 Park Avenue

Address Line 4: Florham Park, NEW JERSEY 07932

ATTORNEY DOCKET NUMBER: 113333.015000

NAME OF SUBMITTER: Joseph Agostino

SIGNATURE: /Joseph Agostino/

DATE SIGNED: 10/31/2014

Total Attachments: 6

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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

THIS RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

(this "Release") is made this 9th day of October, 2014, by BRANCH BANKING AND TRUST COMPANY ("Bank").

WHEREAS, reference is made to a certain **Intellectual Property Security Agreement dated May 16, 2012** (as amended, restated, amended and restated, supplemented and/or modified to date, the "Intellectual Property Agreement"), by and among SOFT AIR USA, INC., a Texas corporation ("Soft Air"), PALCO MARKETING, INC., a Minnesota corporation ("Palco"), SPARTAN IMPORTS, INC., a California corporation ("Spartan," together with Soft Air and Palco, each individually, a "Borrower" and collectively, "Borrowers") and the Bank. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed thereto in the Intellectual Property Agreement.

WHEREAS, under the Intellectual Property Agreement, the Borrowers granted the Bank a continuing security interest in all of the right, title and interest of Borrowers in its Intellectual Property (including without limitation those copyrights, patents and trademarks listed on the attached Schedules A, B, and C hereto ("Schedules").

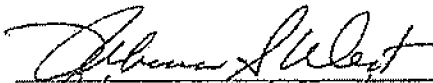
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Bank hereby releases and terminates its security interest in and to the collateral identified and listed on the Schedules arising thereunder.

This Release shall be governed by and construed in accordance with the laws of the State of Texas without regard to conflicts of law principles.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Bank has caused this Release to be duly executed by its authorized officer as of the day and year first written above.

BRANCH BANKING AND TRUST COMPANY

By: 
Name: Rebecca S. West
Title: Senior Vice President

[SIGNATURE PAGE TO RELEASE OF SECURITY INTERESTS IN INTELLECTUAL PROPERTY]

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TRADEMARK
REEL: 005391 FRAME: 0509

SCHEDULE I

RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

SCHEDULE A
Copyrights

#	Name (NAL) <	Full Title	Copyright Number	Date
[1]	Soft Air USA	<u>Blue Fun2Fly Toy Helicopter.</u>	VAu000956595	2007
[2]	Soft Air USA	<u>Red Fun2Fly Toy Helicopter.</u>	VAu000956593	2007
[3]	Soft Air USA	<u>Yellow Fun2Fly Toy Helicopter.</u>	VAu000956597	2007
[4]	SOFT AIR USA, INC.	<u>MICROCOPTER: CYBERGUN.</u>	VAu001029874	2008

SCHEDULE B
Patents

None.

SCHEDULE C
Trademarks

Palco Marketing, Inc. (4 LIVE Trademarks)

	Serial Number	Reg. Number	Word Mark	Live/Dead
1	78936957	3239843	FIREPOWER	LIVE
2	78885640	3217812	FIREPOWER	LIVE
3	75743849	2338740	FLYING COLORS	LIVE
4	75743431	2345551	SPLATMATIC	LIVE

Soft Air USA, Inc. (13 LIVE Trademarks)

	Serial Number	Reg. Number	Word Mark	Status Live/Dead
1	85438443		BUNKER BUSTER	LIVE
2	85411773		TERMINATOR	LIVE
3	85160618	4084866	SOFT AIR	LIVE
4	85352173		AMP TACTICAL	LIVE
5	85121769	4013836	BANDASTIC	LIVE
6	85374073		HYDRO DRENCHER	LIVE
7	77858183	3806421	SOFT MARK	LIVE
8	77745898	3765372	STRYKE ZONE	LIVE
9	77744757	3765368	SATURATOR	LIVE
10	77715637	3773301	ON DUTY KIT	LIVE
11	77556753	3772618	SECOND CHANCE BBS	LIVE
12	77467045	3719404	SUDAVIATION	LIVE
13	77380772	3715975	MAS P5	LIVE

Spartan Imports, Inc. (2 LIVE Trademarks)

	Serial Number	Reg. Number	Word Mark	Live/Dead
1	85355456	4120996	JAVELIN AIRSOFT WORKS	LIVE
2	85355338	4105088	JAVELIN AIRSOFT WORKS	LIVE