

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM622989

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NexBank, SSB		01/27/2021	State Savings Bank: TEXAS

RECEIVING PARTY DATA

Name:	Geoffrey, LLC
Street Address:	One Geoffrey Way
City:	Wayne
State/Country:	NEW JERSEY
Postal Code:	07470
Entity Type:	Limited Liability Company: DELAWARE
Name:	TRU Kids Inc.
Street Address:	5 Wood Hollow Road
Internal Address:	First Floor
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 205

Property Type	Number	Word Mark
Registration Number:	4226057	SEA WEES
Registration Number:	2715408	"R"
Registration Number:	2469154	R
Registration Number:	2282394	"R" US
Registration Number:	2587410	1-888-BABYRUS
Registration Number:	3895618	ALANA
Registration Number:	2457231	ANIMAL ALLEY
Registration Number:	4385394	ANIMAL ZONE
Registration Number:	3967680	AVERY
Registration Number:	4084197	AVIGO
Serial Number:	77459631	AVIGO
Registration Number:	4713167	AVIGO BLAZE

OP \$5140.00 4226057

Property Type	Number	Word Mark
Registration Number:	3963705	B IS FOR BEAR
Registration Number:	3895642	BABIES "R" US
Registration Number:	2494425	BABIES "R" US
Registration Number:	2046673	BABIES "R" US
Registration Number:	5210183	BABIES "R" US BATH
Registration Number:	5186948	BABIES "R" US SAFETY PROTECT YOUR BABY
Registration Number:	4956955	BABIES R US NEXT STEPS
Registration Number:	0384863	
Serial Number:	77881927	BABIESRUS
Registration Number:	3724926	BABIESRUS
Registration Number:	2691300	BABIESRUS.COM
Registration Number:	4283996	BABY ELEMENTS
Registration Number:	4284061	BABY ELEMENTS
Registration Number:	4348175	BABY INSPIRE
Registration Number:	4293538	BABY INSPIRE
Registration Number:	4283995	BABY 'N MOTION
Registration Number:	4284009	BABY 'N MOTION
Registration Number:	4286860	BABY SENSATIONS
Registration Number:	4284062	BABY SENSATIONS
Registration Number:	4949428	BABY'S FIRST HALLOWEEN
Registration Number:	3260802	BABYUNIVERSE
Registration Number:	2545925	BABYUNIVERSE.COM
Registration Number:	4429622	BARNYARD BEATS
Registration Number:	4347677	BATH WONDERS
Registration Number:	4351205	BATH WONDERS
Registration Number:	3065294	BIRTHDAYS "R" US
Registration Number:	3723687	BUNDLED IN HOPE
Registration Number:	2953982	CATCH-A-MESS
Registration Number:	4355288	CHAVONNE
Registration Number:	3141540	CHESTNUT RIDGE
Registration Number:	4805187	C'MON, LET'S PLAY
Registration Number:	5091974	COLLECTOR VECTOR
Registration Number:	4043348	DANA
Registration Number:	4704665	
Registration Number:	4126760	
Registration Number:	3992860	
Registration Number:	4129348	
Registration Number:	3437179	

Property Type	Number	Word Mark
Registration Number:	2755746	
Registration Number:	1980756	
Registration Number:	1287473	
Registration Number:	2354818	DREAM DAZZLERS
Registration Number:	0951333	EDU-SCIENCE
Registration Number:	2332448	EPREGNANCY
Registration Number:	2548257	ESPECIALLY FOR BABY
Registration Number:	2681514	ESPECIALLY FOR BABY
Registration Number:	2157821	ESPECIALLY FOR BABY
Registration Number:	3442940	ESPECIALLY FOR KIDS
Registration Number:	2806036	ETOYS
Registration Number:	2191558	ETOYS
Registration Number:	4685399	EVERYTHING TO KEEP YOUR BABY HAPPY
Registration Number:	3060993	FAST LANE
Registration Number:	1648557	FAST LANE
Registration Number:	4676274	FITFUN
Registration Number:	3225509	GEOFFREY'S
Registration Number:	5210056	GEOFFREY'S AWESOME BIRTHDAY SWEEPSTAKES
Registration Number:	4234896	GEOFFREY'S JUNGLE
Registration Number:	2970366	GEOFFREY'S TOYS "R" US
Registration Number:	4306516	HAIRMONIES
Registration Number:	3496478	HAPPY FACES
Registration Number:	4721429	HAPPY TOGETHER
Registration Number:	5172483	HOTRAGEOUS
Registration Number:	5157712	ILEE
Registration Number:	2334764	IMAGINARIUM
Registration Number:	1523917	IMAGINARIUM
Registration Number:	2591518	IMAGINARIUM.COM
Registration Number:	4299252	IMAGINE ME
Registration Number:	4299320	IMAGINE ME 1
Registration Number:	5033049	IN THE STORY
Registration Number:	4549269	INFINITE CRYSTAL SERIES
Registration Number:	3938124	JOURNEY GIRLS
Registration Number:	4617996	JUNGLE JOY
Registration Number:	2921759	JUST LIKE HOME
Registration Number:	3999867	KELSEY
Registration Number:	4441518	KIDSRUS
Registration Number:	4335245	KIDSRUS

Property Type	Number	Word Mark
Registration Number:	4660403	KOALA BABY
Registration Number:	3975515	KOALA BABY
Serial Number:	78935817	KOALA BABY
Registration Number:	2244703	KOALA BABY
Registration Number:	2180961	KOALA BABY
Registration Number:	4017248	KOALA BABY
Registration Number:	5159090	KOALA BABY BOUTIQUE
Registration Number:	2241678	KOALA KIDS
Registration Number:	3493289	KOALA KIDS
Registration Number:	1584763	KOALA KIDS!
Registration Number:	4219207	KYLA
Registration Number:	4299289	LITTLE TECHIE
Registration Number:	3895619	MEREDITH
Registration Number:	4338310	MICRO KINGDOM
Registration Number:	2201649	MINIWEAR
Registration Number:	1493291	PAVILION
Registration Number:	5045994	PLAY ON THE GO
Registration Number:	3959899	PLUSHALICIOUS
Registration Number:	5269233	PRESIDENT OF PLAY!
Registration Number:	4964953	PUPPIESRUS
Registration Number:	4783571	PUPPIESRUS
Registration Number:	3473916	QUICK START REGISTRY
Registration Number:	3647537	R
Registration Number:	3655643	R
Registration Number:	2442370	R US
Registration Number:	3647541	R US
Registration Number:	2403494	RALLYE
Registration Number:	4641644	SENTINEL 1
Registration Number:	3318009	SIZZLIN' COOL
Registration Number:	1446634	SOFT CLASSICS
Registration Number:	3307300	
Registration Number:	2981142	SPORTS "R" US
Registration Number:	2813374	SPORTSRUS.COM
Registration Number:	4523191	SQUIGGLE & SQUIRM
Registration Number:	2438824	STATS
Registration Number:	2017486	STATS
Registration Number:	2467339	STICKERS "R" US
Registration Number:	4373488	TABEO

Property Type	Number	Word Mark
Registration Number:	4381013	TABEO
Registration Number:	4299253	TEENY TOWN
Registration Number:	4299321	TEENY TOWN
Registration Number:	4642350	TENDER TEARS
Registration Number:	2973555	THE BEST SPORTS STORE FOR KIDS AND MORE
Registration Number:	2776168	THE CENTER OF THE TOY UNIVERSE
Registration Number:	5151995	THE GEOFFREY SHUFFLE
Registration Number:	5046003	THE GREAT BIG CHRISTMAS BOOK
Registration Number:	4954555	THE GREAT BIG TOYS "R" US BOOK OF AWESOM
Registration Number:	3292400	THE WORLD'S GREATEST TOY STORE
Registration Number:	4449171	TM!
Registration Number:	3337175	TOTALLY ME!
Registration Number:	3888167	TOTALLY ME!
Registration Number:	2786254	TOTALLY ME!
Registration Number:	3364238	TOY GUIDE FOR DIFFERENTLY-ABLED KIDS
Registration Number:	2797686	TOYS "R" US
Registration Number:	2758567	TOYS "R" US
Registration Number:	2364201	TOYS "R" US
Registration Number:	2063369	TOYS "R" US
Registration Number:	2019153	TOYS "R" US
Registration Number:	1215353	TOYS "R" US
Registration Number:	0902125	TOYS "R" US
Registration Number:	3003574	TOYS "R" US TOY BOX
Registration Number:	3859458	TOYS R US
Registration Number:	2362269	TOYS "R" US
Registration Number:	4176651	TOYS R US PETS
Registration Number:	3815634	TOYSRUS
Registration Number:	3724925	TOYSRUS
Registration Number:	2370396	TOYSRUS.COM
Registration Number:	3486409	TRUE HEROES
Registration Number:	3628976	TRUE HEROES
Registration Number:	4522657	TRUE LEGENDS
Registration Number:	4522969	TUB & TOOT
Registration Number:	4358846	TUNE TIME
Registration Number:	4359064	TUNE TIME
Registration Number:	5161228	WEBISALE
Registration Number:	3740001	WHERE KIDS ARE A BIG DEAL!
Registration Number:	4408382	WHY SHOP ANYWHERE ELSE FOR KIDS? WHY?

Property Type	Number	Word Mark
Registration Number:	4408381	WHY SHOP ANYWHERE ELSE FOR TOYS? WHY?
Registration Number:	5023945	WISHING WAND
Registration Number:	2792018	YOU & ME
Registration Number:	4888118	YOUR DREAM REGISTRY GUIDE
Registration Number:	5206134	ZOBO
Registration Number:	5015645	ZOBO
Registration Number:	4290191	ZOOM ZONE
Registration Number:	4293389	ZOOM ZONE
Serial Number:	87050563	ANIMAL ALLEY
Serial Number:	87084464	ANIMAL ALLEY
Serial Number:	87010952	BABIES "R" US CARE
Serial Number:	86926513	BABIES R US
Serial Number:	86702880	BABY'S FIRST CHRISTMAS
Serial Number:	87408847	BE PREPARED-ISH
Serial Number:	87572501	BE PREPARED-ISH
Serial Number:	87572502	BE PREPARED-ISH
Serial Number:	87572503	BE PREPARED-ISH
Serial Number:	87572506	BE PREPARED-ISH
Serial Number:	85007792	CALLIE
Serial Number:	87128651	CELEBRATION DESTINATION
Serial Number:	87189399	DIAPER BANK
Serial Number:	87298885	EDUSCIENCE
Serial Number:	87196785	GEOFFREY'S AWESOME SHOW
Serial Number:	86790726	GEOFFREY'S MOST WANTED
Serial Number:	86926469	JUST LIKE HOME WORKSHOP
Serial Number:	87298891	KOALA BABY
Serial Number:	86919193	KOALA BABY ESSENTIALS
Serial Number:	87282633	KOALA KIDS
Serial Number:	87572607	PLAY CHASER
Serial Number:	87572610	PLAY CHASER
Serial Number:	87572612	PLAY CHASER
Serial Number:	87044949	SO REWARDING
Serial Number:	87202209	TACTICAL RESCUE UNIT
Serial Number:	87568969	TODAY WE PLAY
Serial Number:	87568971	TODAY WE PLAY
Serial Number:	87568972	TODAY WE PLAY
Serial Number:	87568973	TODAY WE PLAY
Serial Number:	87568974	TODAY WE PLAY

Property Type	Number	Word Mark
Serial Number:	86712578	TOMORROW LAB
Serial Number:	87169729	YUM2GO
Serial Number:	86849978	ZOBO

CORRESPONDENCE DATA

Fax Number: 2158325745

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: 215-569-5745

Email: spitz@blankrome.com

Correspondent Name: Megan E. Spitz

Address Line 1: Blank Rome LLP

Address Line 2: One Logan Square, 8th Floor

Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER: 119590-00109

NAME OF SUBMITTER: Megan E. Spitz

SIGNATURE: /megan e. spitz/

DATE SIGNED: 01/28/2021

Total Attachments: 9

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TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT

This TERMINATION AND RELEASE dated as of January 27, 2021, from GEOFFREY, LLC, a Delaware limited liability company ("Geoffrey"), (the "Geoffrey Debtor") and ("the "Transferors"), and TRU KIDS INC., a Delaware Corporation (the "Company").

WITNESSETH:

WHEREAS, pursuant to that certain Trademark Security Agreement dated as of October 16, 2017 (the "Security Agreement"), Geoffrey, LLC has executed that certain Trademark Security Agreement, effective as of October 16, 2017, and recorded in the United States Patent and Trademark Office at Trademark Reel 006186 Frame 0381 (the "Trademark Security Agreement");

WHEREAS, pursuant to the Trademark Security Agreement, a security interest (the "Security Interest") was granted by Geoffrey, LLC in favor of NexBank, SSB as administrative agent, in, to and under certain collateral, as defined in the Trademark Security Agreement, including without limitation the trademarks identified on Schedule A hereto (collectively, the "Collateral");

WHEREAS, on September 18, 2017, Geoffrey, together with certain of its subsidiaries and affiliates, filed voluntary petitions for relief, Case No. 17-34665 (Jointly Administered) (the "Bankruptcy Case") under Chapter 11 of the United States Bankruptcy Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Eastern District of Virginia (the "Court");

WHEREAS, on November 21, 2018, the Court entered its Order Confirming the Fourth Amended Chapter 11 Plans of the Toys Delaware Debtors and Geoffrey Debtors [Docket No. 5746] (the "Confirmation Order"), confirming that certain Fourth Amended Joint Chapter 11 Plans of the Toys Delaware Debtors and the Geoffrey Debtors [Docket No. 5602] as may be amended, modified, and supplemented from time to time (the "Plan"; capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Plan);

WHEREAS, the Effective Date of the Plan occurred on January 20, 2019;

WHEREAS, pursuant to the Plan, the Transferors and the Company entered into that certain Asset Transfer Agreement as of January 20, 2019 (the "Agreement") whereby the Transferors transferred, conveyed, assigned and delivered to the Company (or a direct or indirect subsidiary of the Company) all of such Transferors' right, title and interest in and to the assets of the Transferors set forth on Schedule 1 to the Agreement, including the Transferred Intellectual Property (as defined in the Agreement) (collectively, the "Transferred Assets");

WHEREAS, the Transferred Assets constitute Collateral under the Security Agreement and the Trademark Security Agreement;

WHEREAS, pursuant to paragraph 82 of the Confirmation Order, on the Effective Date of the Plan, the Transferred Assets and Collateral (as property and assets of the Estates of the Transferors) automatically, without further notice to or order of the Court, act or action under

applicable law, regulation, order, rule, or any requirement of further action, vote, or other approval or authorization of the security holders, equity owners, members, managers, officers, or directors of the Debtors or by any other person, vested in the Transferors free and clear of all Claims, Liens, charges, and other encumbrances;

WHEREAS, pursuant to paragraphs 50 and 128 of the Confirmation Order, on the Effective Date, all mortgages, deeds of trust, Liens, pledges, or other security interests against the Transferred Assets and Collateral, including the Security Interest, were fully released, settled, and compromised and all rights, titles, and interests of any Holder of such mortgages, deeds of trust, Liens, pledges, or other security interests against any of the Transferred Assets and Collateral reverted to the Transferors, as set forth in Article VIII.B of the Plan;

WHEREAS, pursuant to paragraph 98 of the Confirmation Order, the Transferors and the Company, and their respective directors, officers, members, agents, and attorneys, financial advisors, and investment bankers are authorized and empowered from and after the date of the Confirmation Order to negotiate, execute, issue, deliver, implement, file, or record any contract, instrument, release, or other agreement or document related to the Plan, as the same may be modified, amended and supplemented, and to take any action necessary or appropriate to implement, effectuate, consummate, or further evidence the Plan in accordance with its terms and the terms of the Confirmation Order, whether or not specifically referred to in the Plan or any exhibit thereto, without further order of the Bankruptcy Court;

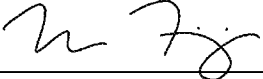
WHEREAS, the Security Interest in the Transferred Assets and Collateral having been fully released, settled, and compromised pursuant to the Confirmation Order and Plan, the Transferors and the Company, as authorized and empowered under the Confirmation Order, hereby file this termination and release of the Trademark Security Agreement recorded in the United States Patent and Trademark Office at Trademark Reel 006186 Frame 0381.

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Collateral (including the Transferred Assets) pursuant to the Confirmation Order and Plan, and the Security Interest in and any and all claims against the Collateral (including the Transferred Assets) having been terminated, released and discharged under the Confirmation Order and Plan, all rights, titles and interests in and against such Collateral pursuant to the Security Agreement and the Trademark Security Agreement recorded at Trademark Reel 006186 Frame 0381, have ceased and become void and of no further force or effect.

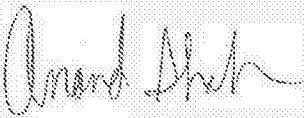
[signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Termination and Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first written above.

GEOFFREY, LLC

By: 
Name: Matthew Finigan
Title: Authorized Agent

TRU KIDS INC.


By: _____
Name: Anand Shah
Title: General Counsel & Secretary

[signature page to Termination and Release]

**SCHEDULE A
TO
TERMINATION AND RELEASE OF SECURITY AGREEMENT**

Mark	Registration Number/Application Number	Status
SEA WEES	4226057	Registered
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RUS	2442370	Registered
R US & Design	3647541	Registered
RALLYE	2403494	Registered
SENTINEL 1	4641644	Registered

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SPORTSRUS.COM	2813374	Registered
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TOTALLY ME!	3888167	Registered
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TOYS "R" US	2364201	Registered
TOYS "R" US	2063369	Registered
TOYS "R" US	2019153	Registered
TOYS "R" US (Stylized)	1215353	Registered
TOYS "R" US (Stylized)	0902125	Registered
TOYS "R" US TOY BOX	3003574	Registered
TOYS R US & Design	3859458	Registered
TOYS "R" US & Design	2362269	Registered
TOYS R US PETS	4176651	Registered

TOYSRUS	3815634	Registered
TOYSRUS & Design	3724925	Registered
TOYSRUS.COM	2370396	Registered
TRUE HEROES	3486409	Registered
TRUE HEROES	3628976	Registered
TRUE LEGENDS	4522657	Registered
TUB & TOOT	4522969	Registered
TUNE TIME	4358846	Registered
TUNE TIME & Design	4359064	Registered
WEBISALE	5161228	Registered
WHERE KIDS ARE A BIG DEAL!	3740001	Registered
WHY SHOP ANYWHERE ELSE FOR KIDS? WHY?	4408382	Registered
WHY SHOP ANYWHERE ELSE FOR TOYS? WHY?	4408381	Registered
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YOU&ME	2792018	Registered
YOUR DREAM REGISTRY GUIDE	4888118	Registered
ZOBO	5206134	Registered
ZOBO	5015645	Registered
ZOOM ZONE	4290191	Registered
ZOOM ZONE & Design	4293389	Registered
ANIMAL ALLEY	87/050563	Filed
ANIMAL ALLEY & DESIGN	87/084464	Filed
BABIES "R" US CARE	87/010952	Filed
BABIESR US	86/926513	Filed
BABY'S FIRST CHRISTMAS	86/702880	Filed
BE PREPARED-ISH	87/408847	Filed
BE PREPARED-ISH	87/572501	Filed
BE PREPARED-ISH	87/572502	Filed
BE PREPARED-ISH	87/572503	Filed
BE PREPARED-ISH	87/572506	Filed
CALLIE	85/007792	Filed
CELEBRATION DESTINATION	87/128651	Filed
DIAPER BANK	87/189399	Filed
EDUSCIENCE	87/298885	Filed
GEOFFREY'S AWESOME SHOW	87/196785	Filed
GEOFFREY'S MOST WANTED	86/790726	Filed

JUST LIKE HOME WORKSHOP	86/926469	Filed
KOALA BABY	87/298891	Filed
KOALA BABY ESSENTIALS	86/919193	Filed
KOALA KIDS	87/282633	Filed
PLAY CHASER	87/572607	Filed
PLAY CHASER	87/572610	Filed
PLAY CHASER	87/572612	Filed
SO REWARDING	87/044949	Filed
TACTICAL RESCUE UNIT	87/202209	Filed
TODAY WE PLAY	87/568969	Filed
TODAY WE PLAY	87/568971	Filed
TODAY WE PLAY	87/568972	Filed
TODAY WE PLAY	87/568973	Filed
TODAY WE PLAY	87/568974	Filed
TOMORROW LAB	86/712578	Filed
YUM2GO	87/169729	Filed
ZOBO	86/849978	Filed