PTO-/594 3-26-0/RECI 04-10- 10. 0651-0011 (exp. 494) b settings = = > ▼ 10167 To the Honorapie Commissioner of Patel	HEE! U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office 1182 Thease record the attached original documents or copy thereof.	
Name of conveying party(ies): Bank of America, N.A. (formerly known as BankAmerica Business Credit, Inc. ndividual(s) General Partnership Corporation-State	2. Name and address of receiving party(ies) Name: Ares Department Stores, Inc. Internal Address: Street Address: Au 18 Main St City: Rocky Hill State: CT ZIP: 06 06 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other If assignee is not comicised in the United States, a comestic representative designation is attached: (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? () Yes () No	
Other		
Application number(s) or patent number(s): A. Trademark Application No.(s) Additional numbers	B. Trademark Registration No.(s)	
Name and address of party to whom correspondence concerning document should be mailed: Name: Laura Konrath Internal Address: Winston & Strawn 33rd Floor	6. Total number of applications and registrations involved: 7. Total fee (37 CFR 3.41)	

Authorized to be charged to deposit account à 35 West Wacker Drive Street Address:_ 8. Deposit account number: ZIP: 60601 State: (Attach dublicate copy of this page if paying by deposit account) 04/10/2001 GTON11 00000032 1312428 DO NOT USE THIS SPACE 01 FC:481 02 FC:482 40.00 OP 425.00 OP Statement and signature. end correct and any attached copy is a true dopy of To the best of my knowledge and belief, the foregoing the original document. Laura Konrath Name of Person Signing Total number of pages including cover sheet, attachments, and document:

REEL: 002266 FRAME: 0540





TRADEMARKS OWNED BY HILLS DEPARTMENT STORE COMPANY

NAME	REGISTRATION NO.	EXPIRATION DATE
AMERICAN SPIRIT APPALACHIAN TRAIL CROSS CURRENTS JELLY BEANS PLUS DES. MATISSE SPRING HARBOR COLL. WORKABLE SEPARATES HILLS (rubbing alcohol) HILLS (paints) HILLS (deodorant) HILLS (vitamins) HILLS (motor oil) HILLS (infants clothing) HILLS (water) PERFECT ACCENTS	1,312,428 1,940,899 1,241,279 1,245,376 751,780 1,279,850 1,301,818 872,885 1,004,162 1,598,082 1,598,128 1,600,266 1,619,818 1,612,145 1,634,602	01/01/05 12/12/05 06/07/03 07/12/03 06/25/03 05/22/04 10/23/04 07/15/99 02/11/05 05/29/00 05/29/00 06/12/00 10/13/00 09/04/00 02/12/00
(hair accessories) TIMELESS TREASURES (porcelain dolls)	1,848,832 1,887,288	06/27/05 04/04/05

SERVICEMARKS OWNED BY HILLS DEPARTMENT STORE COMPANY

NAME REGISTRATION NO. EXPIRATION DATE
HILLS 1,086,671 02/28/98

Used but not registered trademarks:

MADISON

TRAJEMARK APPLICATIONS

Application Application Serial No. or Trademark Registration Date Registration No.

None

UB_3 /0171186.01

TRADEMARK

REEL: 002266 FRAME: 0541

RELEASE AND TERMINATION OF TRADEMARK SECURITY AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, that a certain Trademark Security Agreement (the "Trademark Security Agreement") was executed by Hills Department Store Company (a Delaware corporation), C.R.H. International, Inc. (an Ohio corporation), Canton Advertising, Inc. (a Massachusetts corporation), HDS Transport, Inc.(an Ohio corporation), Hills Distributing Company (a Delaware corporation) and Hills Stores Company (a Delaware corporation) (collectively, as predecessors by merger with and into Ames Department Stores, Inc., "Debtor"), covering the trademark registrations more fully described on Schedule I annexed hereto and made a part hereof in favor of BankAmerica Business Credit, Inc. (now known as Bank of America, N.A.) as Administrative Agent (the "Secured Party"), dated as of September 30, 1996, and recorded with the United States Patent and Trademark Office on October 7, 1996 on Reel 1510 Frame 0984. Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Trademark Security Agreement.

The Secured Party hereby releases its right, title and interest in the Trademark Registrations and Trademark Applications which were pledged, mortgaged and set over to the Secured Party by Debtor pursuant to the Trademark Security Agreement and terminates the Trademark Security Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Release and Termination this 27th day of FERRORY 2001.

BANK OF AMERICA, N.A. (formerly known as BankAmerica Business Credit, Inc.), as Administrative Agent

Name: William J. Wilson Title: Vice President

STATE OF New York) ss: COUNTY OF New York)

On this 27th day of February 2001 before me, a Notary Public in and for said County, personally appeared wherean J. William, who acknowledged himself/herself to be a wife freedom of Bank of America, N.A., and as such and being authorized to do so, that he/she executed the foregoing instrument for the purposes therein contained, on behalf of the bank.

Notary Public
My commission expires:

J. SITA RAMNARACE
Notary Public, State of New York
No. 01RA6008809
Qualified in Queens County
Commission Expires June 15, 2002

TRADEMARK
REEL: 002266 FRAME: 0542



TRADEMARKS OWNED BY HILLS DEPARTMENT STORE COMPANY

NAME	REGISTRATION NO.	EXPIRATION DATE
AMERICAN SPIRIT	1,312,428	01/01/05
APPALACHIAN TRAIL	1,940,899	12/12/05
CROSS CURRENTS	1,241,279	06/07/03
JELLY BEANS PLUS DES.	1,245,376	07/12/03
MATISSE	751,780	06/25/03
SPRING HARBOR COLL.	1,279,850	05/22/04
WORKABLE SEPARATES	1,301,818	10/23/04
HILLS (rubbing alcohol)	872,885	07/15/99
HILLS (paints)	1,004,162	02/11/05
HILLS (deodorant)	1,598,082	05/29/00
HILLS (vitamins)	1,598,128	05/29/00
HILLS (motor oil)	1,600,266	06/12/00
HILLS (paper)	1,619,818	10/13/00
HILLS (infants clothing)	1,612,145	09/04/00
HILLS (water)	1,634,602	02/12/00
PERFECT ACCENTS	1,848,832	02/12/00
(hair accessories)	1,0.0,032	.00/27/05
TIMELESS TREASURES (porcelain dolls)	1,887,288	04/04/05

SERVICEMARKS OWNED BY HILLS DEPARTMENT STORE COMPANY

NAME REGISTRATION NO. EXPIRATION DATE
HILLS 1,086,671 02/28/98

Used but not registered trademarks:

RECORDED: 03/26/2001

MADISON

Trademark

TRADEMARK APPLICATIONS

Application
Registration Data

Application
Serial No. or
Registration No.

None

UB_3 /0171186.01

TRADEMARK

REEL: 002266 FRAME: 0543