

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Blockbuster Inc.		01/12/2007	CORPORATION:
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A.		
Street Address:	270 Park Ave.		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Bank:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2485098	RHINO VIDEO GAMES	
Registration Number:	3122825		
CORRESPONDENCE DATA			
Fax Number:	(866)459-2899		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-783-2700		
Email:	Oleh.Hereliuk@federalresearch.com		
Correspondent Name:	CBCInnovis dba Federal Research		
Address Line 1:	1023 Fifteenth Street, NW, Ste 401		
Address Line 2:	attn: Oleh Hereliuk		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	376031		
NAME OF SUBMITTER:	Oleh Hereliuk		
Signature:	/oh/		

CH \$65.00 2485098

Date:

01/17/2007

Total Attachments: 4

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U.S. TRADEMARKS RELEASE OF SECURITY INTEREST

THIS RELEASE dated as of January 12, 2007, by JPMorgan Chase Bank, N.A., as Collateral Agent for the Lenders. Capitalized terms used but not defined herein shall have the meanings assigned to such terms in the Credit Agreement.

Reference is made to (a) the Credit Agreement dated as of August 20, 2004, as amended by the First Amendment dated as of May 4, 2005, the Second Amendment and Waiver dated as of August 8, 2005 and the Third Amendment and Restatement dated as of November 4, 2005 (as amended, supplemented or otherwise modified, the "Credit Agreement"), among Blockbuster Inc. (the "Borrower"), the lenders party thereto and JPMorgan Chase Bank, N.A., as Administrative and Collateral Agent, (b) the Security Agreement dated as of August 8, 2005 (as amended, supplemented or otherwise modified, the "Security Agreement"), among the Borrower, the subsidiaries of the Borrower party thereto and the Collateral Agent and (c) the Patent and Trademark Security Agreement dated as of August 8, 2005 (as amended, supplemented or otherwise modified, the "Trademark Security Agreement"), among the Borrower, the subsidiaries of the Borrower party thereto and the Collateral Agent pursuant to which, among other things, the Borrower granted a security interest to the Collateral Agent, for the benefit of the Lenders, in, among other things, the Trademarks (as defined in the Security Agreement) set forth on Exhibit A hereto (the "Released Trademarks").

The Borrower has informed the Collateral Agent that, pursuant to that certain Stock Purchase Agreement dated as of November 9, 2006, among Blockbuster Inc., GBI, and GameStop, Inc., Game Brands Inc. ("GBI") has ceased to be a Subsidiary as a result of the sale of 100% of the Equity Interests in GBI by the Borrower to GameStop, Inc. and the Borrower has sold the Released Trademarks to GameStop, Inc. Accordingly, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Collateral Agent hereby reassigns to the Borrower all of the Collateral Agent's right, title and interest in and to the Released Trademarks and to the extent that the Security Agreement created a security interest in such Released Trademarks, the Collateral Agent hereby releases such security interest.

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

JPMORGAN CHASE BANK, N.A., as
Collateral Agent,

by


Name: **BARRY BEROMAN**
Title: **MANAGING DIRECTOR**

[[NYCORP:2666404]]

TRADEMARK
REEL: 003462 FRAME: 0327

EXHIBIT A

Trademarks

U.S. Trademark Registrations

County	Docket #	Mark Name	Current Owner	Status	Current Appl. #	Current Appl. Date	Current Reg #	Current Reg Date	Renewal Date
United States	473	RHINO VIDEO GAMES	Blockbuster Inc.	Registered		8/17/2000	2485098	9/4/2001	9/4/2011
United States	486	DESIGN OF SPIKE THE RHINO	Blockbuster Inc.	Registered	78/542569	1/5/2005	3122825	8/1/2006	8/1/2016

[[NYCORP:2666404]]