

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Imperial Bank

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security
- Merger
- Change of Name

Execution Date: 3/19/04

2. Name and address of receiving party(ies)

Name: Stockback Holdings, Inc.

Internal Address: _____

Street Address: 11 Broadway, 17th Fl.

City: NY State: NY Zip: 10004

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other _____

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

76/039,225

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: C. Eric Peters

Internal Address: _____

Street Address: Stockback Holdings

11 Broadway, 17th Fl.

City: NY State: NY Zip: 10004

6. Total number of applications and registrations involved: _____

9

7. Total fee (37 CFR 3.41).....\$ 240.00

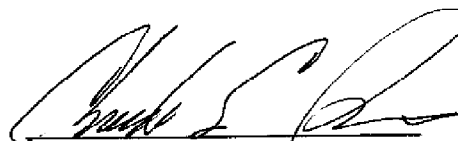
- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

C. Eric Peters
Name of Person Signing


Signature

3/10/04
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

OP \$240.00 76039225

EXHIBIT A

Trademarks

Application Number 76/039,225

Application Number 76/058,477

Application Number 76/061,748

Application Number 76/061,749

Application Number 76/061,900

Application Number 76/066,577

Application Number 76/096,015

Application Number 75/800,820

Application Number 75/800,821

REASSIGNMENT AND RELEASE OF SECURITY INTEREST

This Reassignment and Release of Security Interest is made as of March 9, 2004, by COMERICA BANK, successor by merger to Imperial Bank ("LENDER") to STOCKBACK HOLDINGS, INC., a Delaware Corporation ("COMPANY").

Recital

WHEREAS, COMPANY assigned certain interests in the trademarks described on Exhibit A (the "Trademarks") to LENDER under an Intellectual Property Security Agreement dated as of October 13, 2000, and recorded with the U.S. Patent and Trademark Office on October 27, 2000 at Reel No. 002176 and Frame No. 0558; and

WIHEREAS, COMPANY has satisfied all its obligations to LENDER in the Intellectual Property Security Agreement, and LENDER wishes to reassign all interest that LENDER may have in the Trademarks.

Agreement

Now Therefore, LENDER agrees that it releases its security interest in the Trademarks and reassigns to COMPANY, without warranty or recourse, all interest of LENDER in the Trademarks.

LENDER:

COMERICA BANK



Signature

Name: Kelly S. Goodwin

Title: Vice President

Dated: March 9, 2004

Address: Comerica Bank
100 Federal Street, 28th FL
Boston, MA 02110