

02-18-2004

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

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

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

1. Name of conveying party(ies): BANK OF AMERICA, N.A. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [] Corporation [X] Other National banking association Additional name(s) of conveying party(ies) attached? Yes [] No [X]

2. Name and address of receiving party(ies) Name: GOOD GUYS CALIFORNIA, INC. Address: Street Address: 1600 Harbor Bay Parkway, Suite 200 City: Alameda State: CA Zip: 94502 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation- California [] Other

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [X] Other: Assignment and Release of Patent, Trademark and Copyright Security Agreement (Trademarks) Effective Date: 12/19/2003

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [X] No

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/358,902

B. Trademark Registration No.(s): 1,131,234 2,097,179 1,592,492 2,406,256 1,662,037 2,469,723

Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Cathryn A. Berryman Address: Jenkins & Gilchrist, P.C. Street Address: 1445 Ross Avenue, Suite 3200 City: Dallas State: TX Zip: 75202

6. Total number of applications and registrations involved: 7 7. Total fee (37 CFR 3.41) \$ 190.00 [X] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: 10-0447

DO NOT USE THIS SPACE

9. Signature. Cathryn A. Berryman Name of Person Signing

Cathryn Berryman Signature 2-12-04 Date

Total number of pages including cover sheet, attachments, and document: 3

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

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TRADEMARK REEL: 002915 FRAME: 0573

**ASSIGNMENT AND RELEASE OF
PATENT, TRADEMARK AND COPYRIGHT SECURITY AGREEMENT**

(TRADEMARKS)

RECITALS

A. **Good Guys California, Inc.**, a California corporation ("Grantor"), and **Bank of America, N.A.**, a national banking association, as administrative agent on behalf of the lenders party to that certain Loan Agreement entered into as of September 30, 1999, as amended and restated (in such capacity, "Administrative Agent"), entered into (i) that certain Patent, Trademark and Copyright Security Agreement dated as of September 30, 1999, and recorded with the U.S. Patent and Trademark Office on October 6, 1999, at Reel 001972, Frame 0421, and (ii) that certain First Amendment to Patent, Trademark and Copyright Security Agreement dated as of May 22, 2002, and recorded with the U.S. Patent and Trademark Office on August 14, 2002 at Reel 002570, Frame 0591, each with respect to trademarks, pursuant to which Grantor granted to Administrative Agent a security interest in and lien on all of its interest in and to the Intellectual Property Collateral (as defined therein).

B. Administrative Agent desires to release its security interest in and lien on the Intellectual Property Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Administrative Agent hereby releases its security interest in and lien on the Intellectual Property Collateral including, without limitation, the Trademarks set forth on the attached Exhibit A, and reassigns to Grantor, without representation or warranty, express or implied, and without recourse, all right, title and interest of Administrative Agent in and to Grantor's interest in such Intellectual Property Collateral.

Dated: December 19, 2003

BANK OF AMERICA, N.A.

By: _____
Name: John McNamara
Title: Vice President

EXHIBIT A

A. Federal Trademarks

<u>Trademark</u>	<u>Registration No.</u>	<u>Application No.</u>	<u>Reg./ Renewal Date</u>
THE GOOD GUYS AUDIO VIDEO EXPOSITION		75/358,902	09/18/97 09/18/07
GOOD IS BETTER	2,097,179	75/132,039	09/16/97 09/16/07
WOW!	1,592,492	73/801,252	04/17/90 04/17/00
THE WOW! STORE	1,662,037	73/801,253	10/22/91 10/22/01
GOOD GUYS	1,131,234	73/148,612	02/26/80 02/26/90
GG!	2,406,256	75/879,431	11/21/00 11/21/10
BETTER STUFF, FIERCELY COMPETITIVE PRICE	2,469,723	76/091,662	07/17/01 07/17/11

B. State (California) Trademarks

<u>Trademark</u>	<u>Registration No.</u>	<u>Application No.</u>	<u>Reg./ Renewal Date</u>
THE GOOD GUYS	55,238		03/06/79
THE GOOD GUYS (stylized letters)	7,714		03/06/79
THE GOOD GUYS (stylized letters)	7,715		03/06/79
THE GOOD GUYS (stylized letters)	7,716		03/06/79

C. Foreign Trademarks

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Application No.</u>	<u>Reg./ Renewal Date</u>
GOOD GUYS	Tunisia	EE96.0783		06/28/96

SF:76886.2