

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		06/20/2006	National Association: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	The Boyds Collection, Ltd.
Street Address:	350 South Street
City:	McSherrystown
State/Country:	PENNSYLVANIA
Postal Code:	17344
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 50

Property Type	Number	Word Mark
Registration Number:	2802704	THE ARCHIVE SERIES
Registration Number:	2798409	BAILEY & FRIENDS
Registration Number:	2534832	BEARS IN THE ATTIC
Registration Number:	1938532	THE BEARSTONE COLLECTION
Registration Number:	2772184	THE BEARSTONE COLLECTION
Registration Number:	2557120	BEARWARE POTTERYWORKS
Registration Number:	2541234	BOYDS BEARLY-BUILT VILLAGES
Registration Number:	2002253	BOYDS BEARS
Registration Number:	2053264	BOYDS BEARS & FRIENDS
Registration Number:	2284304	BOYDS BEARS & FRIENDS
Registration Number:	2126056	BOYDS BEARS & FRIENDS
Registration Number:	1968106	THE BOYDS COLLECTION LTD.
Registration Number:	2476563	BOYDS TOWN

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Registration Number:	2781457	BOYDSBIZ.COM
Registration Number:	2628928	BOYDSSTUFF.COM
Registration Number:	2654987	CHARMING ANGELS COLLECTION
Registration Number:	2694016	DIGBY IN DISGUISE
Registration Number:	2687028	THE DOLLSTONE COLLECTION
Registration Number:	2675580	DUKE, THE BEAR DETECTIVE
Registration Number:	2748115	THE EDGEWATER SERIES
Registration Number:	1940937	THE FOLKSTONE COLLECTION
Registration Number:	2565826	FRIDGEWEAR
Registration Number:	2784686	H. C. ACCENTS
Registration Number:	2625834	IMAGINEBEARY
Registration Number:	2548401	KRINGLE'S VILLAGE
Registration Number:	2730159	LIL WINGS
Registration Number:	2551042	THE MOOSE TROOP
Registration Number:	2660673	MY HOME
Registration Number:	2035667	
Registration Number:	2032320	
Registration Number:	2100906	
Registration Number:	2052434	
Registration Number:	2054756	
Registration Number:	2571426	SHOE BOX BEARS
Registration Number:	2684244	SNOW DOODES
Registration Number:	2667195	SUITCASE BEAR ADVENTURES
Registration Number:	2557057	T.J.'S BEST DRESSED
Registration Number:	2663927	UNCLE BEAN'S TREASURE BOXES
Registration Number:	2788932	WOBBLEES
Registration Number:	2548306	YESTERDAYS' CHILD
Serial Number:	78299669	BOYDS BEARS BEARWEAR
Serial Number:	78529333	
Serial Number:	76255574	
Serial Number:	76543334	DIGBY'S SUPER DUPER BEAR FACTORY
Serial Number:	76538440	WINSTON'S WORLD
Serial Number:	76554411	BOYDS BEARS & FRIENDS
Serial Number:	76511244	BOYDS
Serial Number:	76255720	

Serial Number:	76240654	BEARS AND HARES...YOU CAN TRUST
Serial Number:	76240252	UNCLE BEAN'S HUGGLE-FLUFFS

CORRESPONDENCE DATA

Fax Number: (212)728-9776
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-728-8000
Email: kwalker@willkie.com
Correspondent Name: Kim A. Walker
Address Line 1: 787 Seventh Avenue
Address Line 2: Willkie Farr & Gallagher LLP
Address Line 4: New York, NEW YORK 10019

NAME OF SUBMITTER:	Kim A. Walker
Signature:	/Kim A. Walker/
Date:	06/29/2006

Total Attachments: 5
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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of June 20, 2006, is made by Bank of America, N.A., as Administrative Agent (the "Secured Party").

WHEREAS, The Boyds Collection, Ltd. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

WHEREAS, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on June 28, 2005 at Reel 3144 and Frame 0851; and

WHEREAS, the Secured Party has agreed to terminate and release its security interest in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, for valuable consideration, the Secured Party hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of the Grantor's Trademarks to which the Grantor is a party including those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: Heather Harper
Name: Heather Harper
Title: Assistant Vice President

Schedule A

Intellectual Property

Description of Trademarks and Trademark Applications

Mark	Country	Status	Registration no./ Serial no.	Registration Filing Date
THE ARCHIVE SERIES	US	Reg.	2,802,704	1/6/2004
BAILEY & FRIENDS	US	Reg.	2,798,409	12/23/2003
BEARS IN THE ATTIC	US	Reg.	2,534,832	1/29/2002
THE BEARSTONE COLLECTION	US	Reg.	1,938,532	11/28/1995
THE BEARSTONE COLLECTION	US	Reg.	2,772,184	10/7/2003
BEARWARE POTTERYWORKS	US	Reg.	2,557,120	4/2/2002
BOYDS BEARLY-BUILT VILLAGE	US	Reg.	2,541,234	2/19/2002
BOYDS BEARS	US	Reg.	2,002,253	9/24/1996
BOYDS BEARS & FRIENDS	US	Reg.	2,053,264	4/15/1997
BOYDS BEARS & FRIENDS	US	Reg.	2,284,304	10/12/1999
BOYDS BEARS & FRIENDS	US	Reg.	2,126,056	12/30/1997
THE BOYDS COLLECTION LTD	US	Reg.	1,968,106	4/16/1996
BOYDS TOWN	US	Reg.	2,476,563	8/7/2001
BOYDSBIZ.COM	US	Reg.	2,781,457	11/11/2003
BOYDSSTUFF.COM	US	Reg.	2,628,928	10/1/2002

Mark	Country	Status	Registration no./ Serial no.	Registration Filing Date
CHARMING ANGELS	US	Reg.	2,654,987	11/26/2002
DIGBY IN DISGUISE	US	Reg.	2,694,016	3/4/2003
DOLLSTONE COLLECTION	US	Reg.	2,687,028	2/11/2003
DUKE, THE BEAR DETECTIVE	US	Reg.	2,675,580	1/14/2003
THE EDGEWATER SERIES	US	Reg.	2,748,115	8/5/2003
THE FOLKSTONE COLLECTION	US	Reg.	1,940,937	12/12/1995
FRIDGE WEAR	US	Reg.	2,565,826	4/30/2002
H.C. ACCENT	US	Reg.	2,784,686	11/18/2003
IMAGINEBERRY	US	Reg.	2,625,834	9/24/2002
KRINGLE'S VILLAGE	US	Reg.	2,548,401	3/12/2002
LIL WINGS	US	Reg.	2,730,159	6/24/2003
THE MOOSE TROOP	US	Reg.	2,551,042	3/19/2002
MY HOME	US	Reg.	2,660,673	12/10/2002
PAWPRINT DESIGN	US	Reg.	2,035,667	2/4/1997
PAWPRINT DESIGN	US	Reg.	2,032,320	1/21/1997
PAWPRINT DESIGN	US	Reg.	2,100,906	9/24/1997
PAWPRINT EMBLEM DESIGN	US	Reg.	2,052,434	4/15/1997
PAWPRINT EMBLEM DESIGN	US	Reg.	2,054,756	4/22/1997

Mark	Country	Status	Registration no./ Serial no.	Registration Filing Date
THE SHOE BOX BEARS	US	Reg.	2,571,426	5/21/2002
SNOW DOODES	US	Reg.	2,684,244	2/4/2003
SUITCASE BEAR ADVENTURE	US	Reg.	2,667,195	12/24/2002
T.J.'S BEST DRESSED	US	Reg.	2,557,057	4/2/2002
UNCLE BEAN'S TREASURE BOXES	US	Reg.	2,663,927	12/17/2002
THE WEE FOLKSTONES	US	Reg.	1,940,937	12/12/1995
WOBBLEES	US	Reg.	2,788,932	12/2/2003
YESTERDAY'S CHILD	US	Reg.	2,548,306	3/12/2002
BOYDS BEARS BEARWEAR	US	App.	78/299,669	9/12/2003
PAWPRINT EMBLEM DESIGN	US	App.	78/529,333	12/8/2004
PAWPRINT EMBLEM DESIGN	US	App.	76/255,574	5/11/2001
DIGBY'S SUPER DUPER BEAR FACTORY	US	App.	76/543,334	9/8/2003
WINSTON'S WORLD	US	App.	76/538,440	8/19/2003
BOYDS BEARS & FRIENDS	US	App.	76/554,411	10/27/2003
BOYDS	US	App.	76/511,244	5/2/2003
PAWPRINT DESIGN	US	App.	76/255,720	5/11/2001

Mark	Country	Status	Registration no./ Serial no.	Registration Filing Date
BEARS AND HARES... YOU CAN TRUST	US	App.	76/240,654	4/13/2001
UNCLE BEAN'S HUGGLE-FLUFFS	US	App.	76/240,252	4/13/2001