

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Trademark and Trademark Applications Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Collateral Agent		01/31/2007	National Banking Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	KB Holdings, LLC
<b>Street Address:</b>	330 E. Warm Springs Road
<b>City:</b>	Las Vegas
<b>State/Country:</b>	NEVADA
<b>Postal Code:</b>	89119
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NEVADA

**PROPERTY NUMBERS Total: 25**

Property Type	Number	Word Mark
Serial Number:	78475746	SNUGEEZ
Registration Number:	2998915	CRITTER CORNER
Registration Number:	3101155	COLORFUL EXPRESSIONS HAVE FUN EXPRESSING YOURSELF
Registration Number:	2674290	BE-BOPPIN' BOOGIE LIGHTS
Serial Number:	76212547	K B TOYS CLEARANCE
Registration Number:	2417079	K - B BLITZ DELIVERY
Registration Number:	2341203	GEOGENIUS INTERACTIVE USA
Registration Number:	2366339	K BKIDS.COM
Registration Number:	2435960	WHERE GREAT IDEAS COME TO YOU
Registration Number:	2364972	KAY-BEE TOY OUTLET
Registration Number:	2300569	KAY-BEE TOYS
Registration Number:	2369727	TOY LIQUIDATORS

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Registration Number:	2301007	KARAOKE DANCE PARTY MACHINE
Registration Number:	2256262	K B TOY EXPRESS
Registration Number:	2203538	K B TOY WORKS
Registration Number:	2185412	K B TOYS
Registration Number:	2035542	KAY TOYS BEE
Registration Number:	2104633	TOYWORKS
Registration Number:	2161162	TOY WORKS
Registration Number:	1863363	K B TOY
Registration Number:	1651141	KAY-BEE AMERICA'S TOY STORE
Registration Number:	1652713	KAY-BEE TOY STORES
Registration Number:	1527480	PLAY THINGS
Registration Number:	1341681	KAY-BEE TOY & HOBBY
Registration Number:	1366022	

**CORRESPONDENCE DATA**

Fax Number: (617)951-8736  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 617-951-8073  
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Correspondent Name: Jessica Davis  
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Address Line 2: Bingham McCutchen LLP  
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Jessica A. Davis
Signature:	/JADavis/
Date:	02/01/2007

Total Attachments: 3  
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**TERMINATION AND RELEASE**  
**OF**  
**TRADEMARK AND TRADEMARK APPLICATIONS**  
**SECURITY AGREEMENT**

January 31, 2007

**TERMINATION AND RELEASE OF TRADEMARK AND TRADEMARK APPLICATIONS SECURITY AGREEMENT**, dated as August 29, 2005 by **BANK OF AMERICA, N.A.**, as Collateral Agent (in such capacity, the "Agent"), with an office at 40 Broad Street, Boston, Massachusetts 02109 and KB Holdings, LLC, a limited liability company organized under the laws of Nevada (the "Grantor"). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Credit Agreement dated as of August 29, 2005 by and between Agent, the Lenders party thereto and the Borrowers.

**WHEREAS**, the Grantor and the Agent entered into a Trademark and Trademark Applications Security Agreement, dated as of August 29, 2005 (the "Agreement"), which Agreement was recorded November 18, 2005, with the United States Patent and Trademark Office at Reel 3224, Frame 0309 for the purpose of securing payment and performance of Obligations of the Borrowers;

**WHEREAS**, as the Obligations have been paid in full, the Agent has agreed to terminate and release the Agreement and transfer to the Borrowers its right, title and interest in the trademarks listed on Exhibit A attached hereto;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby terminates and releases the Agreement and assigns and transfers to the Grantor, without representation, warranty or recourse, all of the Agent's right, title and interest in and to the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

*[Remainder of this page intentionally left blank.]*

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

By: [Signature]  
Name: ANDREW EDWARDS  
Title: VICE PRESIDENT

**CERTIFICATE OF ACKNOWLEDGMENT**

STATE OF MASSACHUSETTS )  
 )  
COUNTY OF Suffolk )

On this 20th day of January, 2007, before me, the undersigned notary public, personally appeared Andrew Edwards, proved to me through satisfactory evidence of identification, which were [Signature], to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose (as Vice President for Bank of America, N.A., as Collateral Agent.

[Signature]  
Notary Public  
My Commission Expires: 4/30/10

**EXHIBIT A**

<b>Trademark</b>	<b>Registration/Serial No.</b>	<b>Registration Date/Filing Date</b>
SNUGEEZ (Block Letters)	78-475746	08/30/2004
CRITTER CORNER	2,998,915	09/20/2005
COLORFUL EXPRESSIONS HAVE FUN EXPRESSING YOURSELF	3,101,155	06/06/2006
BE-BOPPIN' BOOGIE LIGHTS	2,674,290	01/14/2003
K B TOYS CLEARANCE	76-212547	02/20/2001
K-B BLITZ DELIVERY (and Design)	2,417,079	01/02/2001
GEOGENIUS INTERACTIVE USA	2,341,203	04/11/2000
K BKIDS.COM (and Design)	2,366,339	07/11/2000
WHERE GREAT IDEAS COME TO YOU	2,435,960	03/13/2001
KAY-BEE TOY OUTLET	2,364,972	07/04/2000
KAY-BEE TOYS	2,300,569	12/14/1999
TOY LIQUIDATORS	2,369,727	07/25/2000
KARAOKE DANCE PARTY MACHINE	2,301,007	12/14/1999
K B TOY EXPRESS (and Design)	2,256,262	06/29/1999
K B TOY WORKS (and Design)	2,203,538	11/17/1998
K B TOYS (and Design)	2,185,412	09/01/1998
KAY TOYS BEE (and Design)	2,035,542	02/04/1997
TOYWORKS (and Design)	2,104,633	10/14/1997
TOY WORKS	2,161,162	06/02/1998
K B TOY	1,863,363	11/15/1994
KAY-BEE AMERICA'S TOY STORE	1,651,141	07/16/1991
KAY-BEE TOY STORES	1,652,713	07/30/1991
PLAY THINGS (and Design)	1,527,480	02/28/1989
KAY-BEE TOY & HOBBY (Design Only)	1,341,681 1,366,022	06/11/1985 10/15/1985