

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Trademark Collateral Security and Pledge Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		06/21/2007	National Association:

RECEIVING PARTY DATA

Name:	Charlie Brown's Mark Corp.
Street Address:	1450 Route 22 West
City:	Mountainside
State/Country:	NEW JERSEY
Postal Code:	07092
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	0907698	CHARLEY BROWN'S
Registration Number:	0907691	CHARLIE BROWN'S

CORRESPONDENCE DATA

Fax Number: (617)951-8736
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617-951-8084
Email: ashley.scibelli@bingham.com
Correspondent Name: Ashley B. Scibelli
Address Line 1: One Federal Street
Address Line 2: Bingham McCutchen LLP
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Ashley B. Scibelli
Signature:	/Ashley B. Scibelli/
Date:	09/29/2008

OP \$65.00 0907698

Total Attachments: 3

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**TERMINATION AND RELEASE OF
TRADEMARK COLLATERAL SECURITY AND PLEDGE AGREEMENT**

TERMINATION AND RELEASE OF TRADEMARK COLLATERAL SECURITY AND PLEDGE AGREEMENT, dated as June 21, 2007 by **BANK OF AMERICA, N.A.**, in its capacity as Administrative Agent (the "Administrative Agent"), a national association with a place of business at 100 Federal Street, Boston Massachusetts 02110, in connection with the Credit Agreement, dated as of March 7, 2005 (as amended, modified, supplemented or restated, and in effect from time to time, the "Credit Agreement") among (a) Charlie Acquisition Corp., as the initial Borrower, (b) Charlie Brown's Acquisition Corp. and Charlie Brown's, Inc., as the subsequent Borrowers, (c) the Administrative Agent, (d) the Lenders, (e) Merrill Lynch Business Financial Services, as Co-Syndication Agent, and (f) Wells Fargo Bank, N.A., as Co-Syndication Agent.

WHEREAS, CHARLIE BROWN'S MARK CORP., a Delaware corporation (the "Assignor") and the Administrative Agent entered into that certain Trademark Collateral Security and Pledge Agreement, dated as of March 7, 2005 (the "Trademark Agreement") which Trademark Agreement was recorded with the United States Patent and Trademark Office at Reel 003060 Frame 0008 on March 9, 2005 for the purpose of securing payment and performance of the Obligations of the Borrowers;

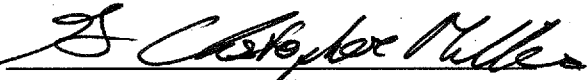
WHEREAS, pursuant to the Credit Agreement and Trademark Agreement, the Assignor granted, assigned, transferred and conveyed to the Administrative Agent, by way of collateral security, the trademarks (as defined in the Trademark Agreement, "Pledged Trademarks") as security for the Obligations;

WHEREAS, as the Obligations have been paid in full, the Administrative Agent has agreed to terminate and release the Pledged Trademarks and assign and transfer to the Assignor its right, title and interest in the Pledged Trademarks as herein provided;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby terminates and releases the Trademark Agreement and assigns and transfers to the Assignor, without representation, warranty or recourse, all of the Administrative Agent's right, title and interest in and to the Pledged Trademarks, including, without limitation, the trademarks, service marks, trademark and service mark registrations, and trademark and service mark registration applications 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 Administrative Agent

By: 

Name: G. Christopher Miller

Title: Senior Vice President

Exhibit A

United States Patent and Trademark Office		
Trademark	Registration No. / Serial No.	Registration Date
CHARLEY BROWN'S	907698	02/09/1971
CHARLIE BROWN'S	907691	02/09/1971

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RECORDED: 09/29/2008

**TRADEMARK
REEL: 003861 FRAME: 0376**