

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademark Collateral

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Midwest Mezzanine Fund II, L.P.		07/10/2012	LIMITED PARTNERSHIP: ILLINOIS

RECEIVING PARTY DATA

Name:	Poof-Slinky, Inc.
Street Address:	45400 Helm Street
City:	Plymouth
State/Country:	MICHIGAN
Postal Code:	48170
Entity Type:	CORPORATION: MICHIGAN

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	0427951	SLINKY JAMES
Registration Number:	0938678	TOWER IFICS
Registration Number:	0942313	RINGA-MAJIGS
Registration Number:	0961945	SPIN WHEELS
Registration Number:	1017029	FORM-A-TIONS
Registration Number:	1023848	JI-GAN-TIKS
Registration Number:	1137993	ORIGINAL PLASTIC SLINKY
Registration Number:	1180355	SLINKY PLAYSHAPES
Registration Number:	1237488	BLOC +
Registration Number:	1276398	SLINKY TRIANGLES
Registration Number:	1363424	CRAZY EYES
Registration Number:	1394825	SLINKY
Registration Number:	1428607	MOLI-Q'S
Registration Number:	1434846	SLINKY C-RINGS

TRADEMARK

Registration Number:	1455493	SLINKY
Registration Number:	1781409	DABBLIN' DOUGH
Registration Number:	2019682	POP TOOBS
Registration Number:	2089763	SLINKY
Registration Number:	2162682	SLINKY
Registration Number:	2265735	SLINKY PETS
Serial Number:	75444376	SLINKY BUGS

CORRESPONDENCE DATA

Fax Number: 2484337274

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 248-433-7200

Email: amoscowitz@dickinsonwright.com

Correspondent Name: Dickinson Wright PLLC

Address Line 1: 2600 West Big Beaver Road, Suite 300

Address Line 4: Troy, MICHIGAN 48084

ATTORNEY DOCKET NUMBER:	29119-10
NAME OF SUBMITTER:	Craig A. Phillips
Signature:	/Craig A. Phillips/
Date:	07/15/2012

Total Attachments: 2

source=29119_10ReleaseOfSecurityInterestInTMCollateral#page1.tif

source=29119_10ReleaseOfSecurityInterestInTMCollateral#page2.tif

**RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL**

THIS RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL (this "Release") is made as of July 10, 2012 ("Effective Date") by MIDWEST MEZZANINE FUND II, L.P., as Lender ("Grantee"), in favor of POOF-SLINKY, INC. (successor by merger to James Industries, Inc.) ("Grantor").

WHEREAS, pursuant to the terms and conditions of that certain Collateral Assignment of Proprietary Rights and Security Agreement dated July 17, 1998 (the "Security Agreement"), Grantor granted Grantee a security interest in and to certain trademarks and other intellectual property (the "Trademark Collateral");

WHEREAS, the Security Agreement was recorded with the United States Patent and Trademark Office on July 27, 1998 at Reel 1766, Frame 0447; and

WHEREAS, Grantee now desires to release its security interest in the Trademark Collateral and all other collateral covered by the Security Agreement.

Grantee hereby terminates, releases and discharges its security interest in the Trademark Collateral pursuant to the Security Agreement, including, without limitation, its security interest in the trademarks recorded on July 27, 1998 at Reel 1766, Frame 0447 and further listed in Exhibit A and reassigns to Grantor all right, title and interest of Grantee in the Trademark Collateral and all other collateral covered by the Security Agreement.

MIDWEST MEZZANINE FUND II, L.P.

By: Michael Foster
Name: Michael Foster
Title: Sr. managing Director

EXHIBIT A

TRADEMARK ASSIGNMENTS

<u>MARK</u>	<u>Serial #</u>	<u>REG #</u>
Slinky James	71494073	427951
Tower Ifics	72404834	938678
Ringa-Majigs	72404835	942313
Spin Wheels	72410299	961945
Form-A-Tions	73028281	1017029
Ji-Gan-Tiks	73043180	1023848
Original Plastic Slinky	73203091	1137993
Slinky Playshapes	73259291	1180355
Bloc +	73336583	1237488
Slinky Triangles	73418192	1276398
Crazy Eyes	73529036	1363424
Slinky	73562760	1394825
Moli-Q's	73608982	1428607
Slinky C-Rings	73617587	1434846
Slinky	73629147	1455493
Dabblin' Dough	74333963	1781409
Pop Toobs	74584750	2019682
Slinky	74729803	2089763
Slinky	75150541	2162682
Slinky Pets	75432983	2265735
Slinky Bugs	75444376	NONE

BLOOMFIELD 29119-10 1206294v1