

MRD 9-21-98

REI

12-22-1998

OMB No. 0651-0011 (exp. 4/94)



Serial Y

RECEIVED

12:47 OPR/FINANCE

Tab settings

To the Honorable Commissioner of P.

100927254

Attached original documents or copy thereof.

1. Name of conveying party(ies):

The Huntington National Bank
41 South High Street
Columbus, OH 43215

- Individual(s)
General Partnership
Corporation-State
Other
Association
Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Pages Book Fairs, Inc. (see Sched. A)

Internal Address:

Street Address: 801 94th Avenue North

City: St. Petersburg State: FL ZIP: 33702

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Florida
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
Security Agreement (release)
Other
Merger
Change of Name

Execution Date: July 14, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,987,193
2,024,037
2,040,256

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: S. David Behin

Internal Address: Frankfurt, Garbus, Klein

& Selz

Street Address: 488 Madison Avenue, 9th Floor

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

06-1839

(Attach duplicate copy of this page if paying by deposit account)

12/21/1998 JSMB/ZZ 00000004 061839 1987193

DO NOT USE THIS SPACE

01 FC:401 40.00 CH
02 FC:402 50.00 CH

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

S. David Behin

Name of Person Signing

Signature

Signature

9/14/98

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

TRADEMARK

REEL: 1828 FRAME: 0964

Schedule A

Please note that the complete name of the receiving party is as follows:

Pages Book Fairs, Inc. (*formerly
known as School Book Fairs, Inc.
formerly known as SBF Services, Inc.*)
801 94th Avenue North
Suite 100
St. Petersburg, FL 33702-2426

RELEASE OF SECURITY INTEREST IN SPECIFIC TRADEMARKS

The Huntington National Bank, a national banking association, 41 South High Street, Columbus, Ohio 43215, by and through its duly authorized officer, hereby releases and discharges its security interest in all of the right, title and interest of Pages Book Fairs, Inc. f/k/a School Book Fairs, Inc., f/k/a SBF Services, Inc., and successor in interest to Willowisp Press, Inc. ("Assignor"), in and to the trademarks, service marks, and trademark and service mark registrations set forth on Schedule A hereto, which security interest was granted pursuant to a certain Amended and Restated Trademark Collateral Assignment and Security Agreement dated December 31, 1996 (the "Security Agreement"), and recorded beginning at Reel 1558, Frame 0552 of the records of the United States Patent and Trademark Office. The Huntington National Bank's security interest in all of the right, title and interest of Assignor in and to the remaining trademarks, service marks, and trademark and service mark registrations set forth in the Security Agreement, and not listed on Schedule A hereto, remains in full force and effect.

IN WITNESS WHEREOF, the undersigned, by its duly authorized officer, has caused this instrument to be executed this 14th day of July, 1998.

Signed and acknowledged
in the presence of:

THE HUNTINGTON NATIONAL BANK

Margery Berry
Signed Name
MARGERY BERRY
Printed Name

By: Frederick G. Hadley
Its: Vice President

Vicki Basbagie
Signed Name
VICKI BASBAGILL
Printed Name

STATE OF OHIO
COUNTY OF FRANKLIN, SS:

On this 14th day of July, 1998, before me, a Notary Public in and for said County and State, personally appeared Frederick G. Hadley, who acknowledged himself to be the Vice President of The Huntington National Bank, the national banking association which executed the foregoing instrument and who acknowledged that he, as such Vice President of said banking association, being duly authorized by the Board of Directors of said association, did execute the foregoing instrument for and on behalf of said association and that such signing is the free act and deed of said association for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Vicki L. Basbagie
Notary Public

VICKI L. BASBAGILL
NOTARY PUBLIC, OHIO
MAY 1998

SCHEDULE A

TRADEMARK

REG/AP.NO.

FREQUENT FAIR (stylized)

1,987,193

KIDS ARE AUTHORS

2,024,037

PAGES BOOK FAIRS SHARING THE LOVE
OF READING (& design)

2,040,256

PAGES PUBLISHING GROUP (& design)

75-179672

COLUMBUS/0452129.01