

SCHEDULE A-1
TO TRADEMARK COLLATERAL AGREEMENT

REGISTERED U.S. TRADEMARKS
AND TRADEMARK APPLICATIONS

U.S. TRADEMARK REGISTRATIONS

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COUNTRY	MARK NAME	REG NUMBER	REG DATE	CLASS #	TRADEMARK STATUS
UNITED STATES	COLLECTORS' CHOICE	1,860,145	10/25/1994	42	REGISTERED
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UNITED STATES	HOT ROXY (DESIGN)	1,338,420	05/28/1985	41	REGISTERED
UNITED STATES	INSIDE CUT	1,707,314	08/11/1992	41	REGISTERED
UNITED STATES	INSIDE CUT AND DESIGN	1,720,057	09/29/1992	09	REGISTERED
UNITED STATES	KEY W/RABBIT HEAD DESIGN	738,386	09/25/1982	42	REGISTERED
UNITED STATES	MAN TRACK	1,751,242	02/09/1993	16	REGISTERED
UNITED STATES	ON THE MARK	1,419,983	12/09/1986	16	REGISTERED
UNITED STATES	ON THE MARK	1,379,493	01/21/1986	35	REGISTERED
UNITED STATES	ORDER IT TODAY, WATCH IT TOMORROW	1,688,497	05/19/1992	41	REGISTERED
UNITED STATES	OWL (DESIGN)	743,813	01/15/1983	16	REGISTERED
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UNITED STATES	PLAYBOY	1.074.584	10/04/1977	21	REGISTERED
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UNITED STATES	PLAYBOY	1.308.905	12/11/1984	14	REGISTERED
UNITED STATES	PLAYBOY	1.328.611	04/02/1985	25	REGISTERED
UNITED STATES	PLAYBOY	1.393.914	05/20/1986	9	REGISTERED
UNITED STATES	PLAYBOY	600.018	12/28/1974	16	REGISTERED
UNITED STATES	PLAYBOY	652.412	10/01/1977	9	REGISTERED
UNITED STATES	PLAYBOY	1.733.661	11/17/1992	41	REGISTERED
UNITED STATES	PLAYBOY	1.320.822	02/19/1985	25	REGISTERED
UNITED STATES	PLAYBOY 360 AND DESIGN	1,743,638	12/29/1992	41	REGISTERED
UNITED STATES	PLAYBOY AND RABBIT HEAD DESIGN	747.259	03/26/1983	14	REGISTERED
UNITED STATES	PLAYBOY AT NIGHT	1.680.609	03/24/1992	38	REGISTERED
UNITED STATES	PLAYBOY CLUB, THE	746.367	03/05/1983	42	REGISTERED
UNITED STATES	PLAYBOY JAZZ FESTIVAL	1.279.832	05/29/1984	16	REGISTERED
UNITED STATES	PLAYBOY SPECIAL EDITION	1.662.536	10/29/1991	25	REGISTERED
UNITED STATES	PLAYBOY SPORT	1.328.616	04/02/1985	25	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN	1.477.694	02/23/1988	18	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN	1.294.419	09/11/1984	25	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN	1.334.381	05/07/1985	25	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD	1.318.244	02/05/1985	25	REGISTERED

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5	UNITED STATES	DESIGN PLAYBOY W/RABBIT HEAD DESIGN AND SPORT	1,476,863	02/16/1988	18	REGISTERED
	UNITED STATES	PLAYBOY'S BATHING BEAUTIES	1,697,592	06/30/1992	16	REGISTERED
	UNITED STATES	PLAYBOY'S BLONDES, BRUNETTES, REDHEADS	1,753,861	02/23/1993	16	REGISTERED
	UNITED STATES	PLAYBOY'S BOOK OF LINGERIE	1,666,709	12/03/1991	16	REGISTERED
	UNITED STATES	PLAYBOY'S COLLEGE GIRLS	1,706,665	08/11/1992	16	REGISTERED
	UNITED STATES	PLAYBOY'S GIRLS OF ROCK AND ROLL	1,722,580	10/06/1992	41	REGISTERED
	UNITED STATES	PLAYBOY'S GIRLS OF WINTER	1,744,466	01/05/1993	16	REGISTERED
	UNITED STATES	PLAYBOY'S HOT ROCKS	1,702,195	07/21/1992	41	REGISTERED
	UNITED STATES	PLAYBOY'S NUDES	1,694,327	06/16/1992	16	REGISTERED
	UNITED STATES	PLAYBOY'S PLAYMATE REVIEW	1,691,469	06/09/1992	16	REGISTERED
	UNITED STATES	PLAYBOY'S SEXIEST HOME VIDEOS	1,828,099	03/29/1994	09	REGISTERED
	UNITED STATES	PLAYBOY'S WET & WILD WOMEN	1,723,681	10/13/1992	16	REGISTERED
	UNITED STATES	PLAYBOY/PLAYMAT E	1984	07/15/1993	25	REGISTERED
	UNITED STATES	PLAYBOY/PLAYMAT E	1957	06/19/1993	3	REGISTERED
	UNITED STATES	PLAYMAID	1,032,289	02/03/1976	16	REGISTERED
	UNITED STATES	PLAYMATE	1,032,493	02/03/1976	34	REGISTERED
	UNITED STATES	PLAYMATE	1,050,765	10/19/1976	28	REGISTERED
	UNITED STATES	PLAYMATE	721,987	09/26/1981	16	REGISTERED
	UNITED STATES	PLAYMATE	1,308,903	12/11/1984	14	REGISTERED

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UNITED STATES	PLAYMATE	1.393.915	05/20/1986	9 REGISTERED
UNITED STATES	PLAYMATE	1.431.225	03/03/1987	25 REGISTERED
UNITED STATES	PLAYMATE	1.454.257	08/25/1987	18 REGISTERED
UNITED STATES	PLAYMATE	749.223	05/07/1983	3 REGISTERED
UNITED STATES	PLAYMATE	777.867	09/29/1984	14 REGISTERED
UNITED STATES	PLAYMATE	990.061	08/06/1974	28 REGISTERED
UNITED STATES	PLAYMATE	1.688.181	05/19/1992	41 REGISTERED
UNITED STATES	PLAYMATE	1.399.564	07/01/1986	25 REGISTERED
UNITED STATES	PLAYMATE	905562	04/23/1993	03 REGISTERED
UNITED STATES	PLAYMATE	15320	04/26/1993	03 REGISTERED
UNITED STATES	PLAYMATE	905563	04/23/1993	25 REGISTERED
UNITED STATES	PLAYMATE		06/03/1993	25 REGISTERED
UNITED STATES	PLAYMATE		04/29/1993	3 REGISTERED
UNITED STATES	PLAYMATE OF THE	661.391	05/06/1978	16 REGISTERED
	MONTH,			
	PLAYBOY'S			
UNITED STATES	PLAYMATE OF THE	1.462.569	10/27/1987	9 REGISTERED
	YEAR			
				CL1
UNITED STATES	PLAYMATE OF THE	1.462.762	10/27/1987	16 REGISTERED
	YEAR			
UNITED STATES	PLAYMATE SPORT	1.703.375	07/28/1992	25 REGISTERED
	W/RABBIT HEAD			
	DESIGN			
UNITED STATES	PLAYMATE	1.058.504	02/08/1977	25 REGISTERED
	W/RABBIT HEAD			
	DESIGN			
UNITED STATES	PLAYMATE	1.404.136	08/05/1986	25 REGISTERED
	W/RABBIT HEAD			
	DESIGN			
UNITED STATES	PLAYMATE	1.664.570	11/12/1991	42 REGISTERED
	WAKE-UP SERVICE			
UNITED STATES	PLAYMATES	376.609	04/02/1980	25 REGISTERED
UNITED STATES	PLAYMATES	1.084.057	01/31/1978	25 REGISTERED
UNITED STATES	RABBIT HEAD	1.550.881	08/08/1989	12 REGISTERED
	DESIGN			
UNITED STATES	RABBIT HEAD	1.276.276	05/01/1984	25 REGISTERED
	DESIGN			
UNITED STATES	RABBIT HEAD	1.242.927	06/21/1983	25 REGISTERED
	DESIGN			

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UNITED STATES	RABBIT HEAD DESIGN	871.553	06/24/1989	18 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	873.370	07/22/1989	28 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	761.793	12/24/1983	34 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	764.819	02/11/1984	3 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	784.504	02/02/1985	24 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	791.333	06/22/1985	16 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.223.878	03/10/1983	5 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	934.609	05/23/1979	42 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.020.793	09/16/1975	CL1 16 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.085.391	02/14/1978	9 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.058.294	02/08/1977	9 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.192.561	03/23/1982	25 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.308.904	12/11/1984	14 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.393.913	05/06/1986	9 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	643.926	04/09/1977	16 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	679.997	06/09/1979	21 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	728.889	03/20/1982	25 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	743.134	01/01/1983	42 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	759.207	10/29/1983	14 REGISTERED
UNITED STATES	RABBIT HEAD	675.006	03/03/1979	9 REGISTERED

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UNITED STATES	DESIGN RABBIT HEAD	1,689,356	05/26/1992	41	REGISTERED
UNITED STATES	DESIGN ROMANCE FOR COUPLES	1,355,398	09/20/1994	42	REGISTERED
UNITED STATES	SPRING BREAK	1,366,636	10/22/1985	16	REGISTERED
UNITED STATES	SUPERNOSH	1,013,752	06/17/1975	42	REGISTERED
UNITED STATES	SV ENTERTAINMENT	1,742,282	12/22/1992	16	REGISTERED
UNITED STATES	THE MOVIE BOOK	1,706,023	08/04/1992	16 42	REGISTERED
UNITED STATES	THE PLAYBOY CHANNEL	1,266,598	02/07/1984	38	REGISTERED
UNITED STATES	THE PLAYBOY FOUNDATION	1,743,106	12/29/1992	16 42	REGISTERED
UNITED STATES	VIDEO CENTERFOLD	1,442,822	06/16/1987	9	REGISTERED
UNITED STATES	VIP W/RABBIT HEAD DESIGN	792,715	07/13/1985	42	REGISTERED
UNITED STATES	WAKE-MATE	1,668,938	12/17/1991	42	REGISTERED
UNITED STATES	WET & WILD	1,826,170	03/15/1994	9	REGISTERED
UNITED STATES	WET & WILD	1,858,914	10/18/1994	38	REGISTERED

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UNITED STATES	A PERFECT 10 IN EVERY PACK	74/560159	08/11/1994	16	PENDING
UNITED STATES	A PERFECT TEN IN EVERY PACK	74/434022	09/10/1993	16	ABANDONED
UNITED STATES	AFTER DARK VIDEO	74/354097	02/01/1993	9	PENDING
UNITED STATES	AFTER HOURS	73/812,320	07/13/1989	41	PENDING
UNITED STATES	BUNNY BEAUTY CONTEST	370.231	09/09/1970	35	CANCELLED
				42	
UNITED STATES	BUNNY OF THE YEAR	391.485	09/28/1982	35	CANCELLED
				41	
UNITED STATES	BUNNY OF THE YEAR	370.232	09/09/1970	35	CANCELLED
				42	
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (DESIGN)			25	LAPSED
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (WORD)	233.497	11/29/1965	41	LAPSED
UNITED STATES	HMH	74/138349	02/11/1991	14	LAPSED
				25	
UNITED STATES	IT'S YOUR LIFE ... IT'S YOUR CALL	74/544510	07/01/1994	38	PENDING
UNITED STATES	LAKE SHORE PRESS	74/147655	03/14/1991	16	PENDING
				41	
UNITED STATES	LUST	458.083	05/21/1973	28	CANCELLED
UNITED STATES	PB AND DESIGN			25	DISPATCHED
UNITED STATES	PLAYBOY	356.400	04/09/1970	42	LAPSED
UNITED STATES	PLAYBOY			10	CANCELLED
UNITED STATES	PLAYBOY	350.367	02/16/1982	3	CANCELLED
UNITED STATES	PLAYBOY	328.604	09/18/1981	25	LAPSED
UNITED STATES	PLAYBOY	74/317862	09/28/1992	10	PENDING
UNITED STATES	PLAYBOY	74/400744	06/10/1993	9	PENDING
UNITED STATES	PLAYBOY	74/506951	03/30/1994	28	PENDING
UNITED STATES	PLAYBOY	74/522307	05/06/1994	18	PENDING

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COUNTRY MARK NAME APL NUMBER APL DATE.. CLASS # TRADEMARK STATUS

UNITED STATES PLAYBOY 205.896 03/02/1979 16 CANCELLED

ADVANTAGE, THE

~~UNITED STATES PLAYBOY AND 25 DISPATCHED~~

~~RABBIT HEAD~~

~~DESIGN~~

UNITED STATES PLAYBOY LIQUOR 107.677 11/02/1960 21 LAPSED

CADDY

~~UNITED STATES PLAYBOY MAN, 35 CANCELLED~~

~~THE~~

~~UNITED STATES PLAYBOY PRESS 16 CANCELLED~~

~~(LOGO)~~

UNITED STATES PLAYBOY RUNNING 74/560158 08/11/1994 35 PENDING

TEAM

UNITED STATES PLAYBOY SPORT 619.061 09/10/1986 18 LAPSED

UNITED STATES PLAYBOY 392.689 09/29/1982 18 CANCELLED

W/RABBIT HEAD

DESIGN

UNITED STATES PLAYBOY'S 379.238 12/21/1970 41 LAPSED

CREATIVE

MENSWEAR

UNITED STATES PLAYBOY'S 74/155308 04/10/1991 16 ABANDONED

FANTASIES

UNITED STATES PLAYBOY'S HOT 74/544511 07/01/1994 9 PENDING

LICKS

~~UNITED STATES PLAYBOY'S 41 CANCELLED~~

~~DESIGN~~

UNITED STATES PLAYBOY'S 95.589 04/22/1960 35 CANCELLED

PENTHOUSE

UNITED STATES PLAYBOY'S 74/167372 04/18/1991 41 WITHDRAWN

SECRETS TO

EUROMASSAGE

UNITED STATES PLAYBOY'S 74/146493 03/05/1991 16 ABANDONED

WORKING WOMEN

UNITED STATES PLAYMATE 243.162 04/11/1966 12 LAPSED

UNITED STATES PLAYMATE 50.167 05/21/1975 9 CANCELLED

UNITED STATES PLAYMATE 74/317861 09/28/1992 10 PENDING

UNITED STATES PLAYMATE BAR 226.054 08/19/1965 42 LAPSED

UNITED STATES PLAYMATE 328.606 09/18/1981 25 CANCELLED

W/RABBIT HEAD

DESIGN

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UNITED STATES	PLAYMATES OF THE MONTH	74/149693	03/20/1991	25	PENDING
UNITED STATES	PLAYMATES ROCK	74/530045	05/26/1994	9	PENDING
UNITED STATES	PLAYTIQUE	93.154	07/12/1976	42	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	171.657	06/24/1963	34	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	301.422	06/26/1968	34	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	301.422	06/26/1968	34	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	294.934	04/04/1968	35	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	323.293	04/01/1969	30	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	356.399	04/09/1970	39	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	392.701	09/29/1982	18	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	117.102	04/04/1961	42	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	350.368	02/16/1982	3	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	74/317860	09/28/1992	10	PENDING
UNITED STATES	RABBIT HEAD DESIGN	74/456176	10/29/1993	9	PENDING
UNITED STATES	RABBIT HEAD DESIGN	74/544512	07/01/1994	9	PENDING
UNITED STATES	ROMANCE FOR COUPLES	74/450736	10/21/1993	9	PENDING
UNITED STATES	ROMANTICS	74/366975	03/11/1993	25	PENDING
UNITED STATES	VIDEO SEARCH LINE	74/146491	03/05/1991	41	PENDING
UNITED STATES	WICHITA	74/0202402	09/11/1991	25	PENDING
UNITED STATES	WIRED	74/413005	07/15/1993	16	PENDING

RELEASE OF TRADEMARK COLLATERAL AGREEMENT

This Release dated March 15, 1999 granted by the undersigned, Harris Trust and Savings Bank as agent (the "Agent");

WITNESSETH

WHEREAS, the Agent, whose mailing address is 111 West Monroe Street, Chicago, Illinois 60690, and Playboy Enterprises, Inc., a Delaware corporation (the "Company") have entered into that certain Trademark Collateral Agreement dated February 10, 1995 (the "Trademark Agreement") which was recorded in the United States Patent and Trademark Office on February 14, 1995 at Reel 1323, Frames 150 through 165 and pursuant to which the Company granted to the Agent a lien and security interest in the property described therein, including the United States trademarks listed on Schedules A-1 and A-2 attached thereto (all of such property being referred to herein as the "Collateral"); and

WHEREAS, the Company has requested that the Agent release its lien and security interest upon the Collateral and the Agent is willing to release such liens;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent hereby releases the Trademark Agreement and the aforesaid Collateral from the lien thereof, and the lien and security interest granted to the Agent pursuant to the Trademark Agreement shall hereupon cease and terminate.

IN WITNESS WHEREOF, the Agent has executed and delivered this Release as of the date first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent

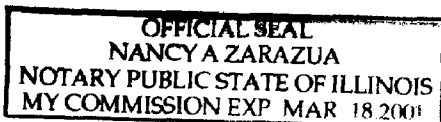
By Scott Geik
Its Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 15th day of March, 1999 before me, the undersigned, a notary public in and for said County and State, personally appeared Scott Geik, personally known to me to be the same person whose name is subscribed to the within instrument as such Vice President and acknowledged that he/she executed same for the purposes set forth above.

Nancy A. Zarazua
Notary Public, State of Illinois
My commission expires March 18, 2001

SEAL



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UNITED STATES	PLAYBOY	600.018	12/28/1974	16	REGISTERED
UNITED STATES	PLAYBOY	652.412	10/01/1977	9	REGISTERED
UNITED STATES	PLAYBOY	1.733.661	11/17/1992	41	REGISTERED
UNITED STATES	PLAYBOY	1.320.822	02/19/1985	25	REGISTERED
UNITED STATES	PLAYBOY 360 AND DESIGN	1,743,638	12/29/1992	41	REGISTERED
UNITED STATES	PLAYBOY AND RABBIT HEAD DESIGN	747.259	03/26/1983	14	REGISTERED
UNITED STATES	PLAYBOY AT NIGHT	1.680.609	03/24/1992	38	REGISTERED
UNITED STATES	PLAYBOY CLUB, THE	746.367	03/05/1983	42	REGISTERED
UNITED STATES	PLAYBOY JAZZ FESTIVAL	1.279.832	05/29/1984	16	REGISTERED
UNITED STATES	PLAYBOY SPECIAL EDITION	1.662.536	10/29/1991	25	REGISTERED
UNITED STATES	PLAYBOY SPORT	1.328.616	04/02/1985	25	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN	1.477.694	02/23/1988	18	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN	1.294.419	09/11/1984	25	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN	1.334.381	05/07/1985	25	REGISTERED
UNITED STATES	PLAYBOY W/RABBIT HEAD	1.318.244	02/05/1985	25	REGISTERED

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COUNTRY MARK NAME REG NUMBER..... REG DATE.. CLASS # TRADEMARK STATUS

	DESIGN				
UNITED STATES	PLAYBOY W/RABBIT HEAD DESIGN AND SPORT	1.476.863	02/16/1988	18	REGISTERED
UNITED STATES	PLAYBOY'S BATHING BEAUTIES	1.697.592	06/30/1992	16	REGISTERED
UNITED STATES	PLAYBOY'S BLONDES, BRUNETTES, REDHEADS	1,753,861	02/23/1993	16	REGISTERED
UNITED STATES	PLAYBOY'S SOCK OF LINGERIE	1,666,709	12/03/1991	16	REGISTERED
UNITED STATES	PLAYBOY'S COLLEGE GIRLS	1.706.665	08/11/1992	16	REGISTERED
UNITED STATES	PLAYBOY'S GIRLS OF ROCK AND ROLL	1,722,580	10/06/1992	41	REGISTERED
UNITED STATES	PLAYBOY'S GIRLS OF WINTER	1,744,466	01/05/1993	16	REGISTERED
UNITED STATES	PLAYBOY'S HOT ROCKS	1.702.195	07/21/1992	41	REGISTERED
UNITED STATES	PLAYBOY'S NUDES	1.694.327	06/16/1992	16	REGISTERED
UNITED STATES	PLAYBOY'S PLAYMATE REVIEW	1.691.469	06/09/1992	16	REGISTERED
UNITED STATES	PLAYBOY'S SEXIEST HOME VIDEOS	1,828,099	03/29/1994	09	REGISTERED
UNITED STATES	PLAYBOY'S WET & WILD WOMEN	1,723,681	10/13/1992	16	REGISTERED
UNITED STATES	PLAYBOY/PLAYMAT E	1984	07/15/1993	25	REGISTERED
UNITED STATES	PLAYBOY/PLAYMAT E	1957	06/19/1993	3	REGISTERED
UNITED STATES	PLAYMAID	1.032.289	02/03/1976	16	REGISTERED
UNITED STATES	PLAYMATE	1.032.493	02/03/1976	34	REGISTERED
UNITED STATES	PLAYMATE	1.050.765	10/19/1976	28	REGISTERED
UNITED STATES	PLAYMATE	721.987	09/26/1981	16	REGISTERED
UNITED STATES	PLAYMATE	1.308.903	12/11/1984	14	REGISTERED

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COUNTRY	MARK NAME	REG NUMBER	REG DATE	CLASS #	TRADEMARK STATUS
UNITED STATES	PLAYMATE	1.393.915	05/20/1986	9	REGISTERED
UNITED STATES	PLAYMATE	1.431.225	03/03/1987	25	REGISTERED
UNITED STATES	PLAYMATE	1.454.257	08/25/1987	18	REGISTERED
UNITED STATES	PLAYMATE	749.223	05/07/1983	3	REGISTERED
UNITED STATES	PLAYMATE	777.867	09/29/1984	14	REGISTERED
UNITED STATES	PLAYMATE	990.061	08/06/1974	28	REGISTERED
UNITED STATES	PLAYMATE	1.688.131	05/19/1992	41	REGISTERED
UNITED STATES	PLAYMATE	1.399.564	07/01/1986	25	REGISTERED
UNITED STATES	PLAYMATE	905562	04/23/1993	03	REGISTERED
UNITED STATES	PLAYMATE	15320	04/26/1993	03	REGISTERED
UNITED STATES	PLAYMATE	905563	04/23/1993	25	REGISTERED
UNITED STATES	PLAYMATE		06/03/1993	25	REGISTERED
UNITED STATES	PLAYMATE		04/29/1993	3	REGISTERED
UNITED STATES	PLAYMATE OF THE MONTH, PLAYBOY'S	661.391	05/06/1978	16	REGISTERED
UNITED STATES	PLAYMATE OF THE YEAR	1.462.569	10/27/1987	9	REGISTERED
UNITED STATES	PLAYMATE OF THE YEAR	1.462.762	10/27/1987	16	REGISTERED
UNITED STATES	PLAYMATE SPORT W/RABBIT HEAD DESIGN	1.703.375	07/28/1992	25	REGISTERED
UNITED STATES	PLAYMATE W/RABBIT HEAD DESIGN	1.058.504	02/08/1977	25	REGISTERED
UNITED STATES	PLAYMATE W/RABBIT HEAD DESIGN	1.404.136	08/05/1986	25	REGISTERED
UNITED STATES	PLAYMATE WAKE-UP SERVICE	1.664.570	11/12/1991	42	REGISTERED
UNITED STATES	PLAYMATES	376.609	04/02/1980	25	REGISTERED
UNITED STATES	PLAYMATES	1.084.057	01/31/1978	25	REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.550.891	08/08/1989	12	REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.276.276	05/01/1984	25	REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.242.927	06/21/1983	25	REGISTERED

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COUNTRY MARK NAME REG NUMBER..... REG DATE.. CLASS # TRADEMARK STATUS

UNITED STATES	RABBIT HEAD DESIGN	871.553	06/24/1989	18 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	873.370	07/22/1989	28 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	761.793	12/24/1983	34 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	764.819	02/11/1984	3 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	784.504	02/02/1985	24 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	791.333	06/22/1985	16 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.223.878	03/10/1983	5 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	934.609	05/23/1979	42 REGISTERED
				CL1
UNITED STATES	RABBIT HEAD DESIGN	1.020.793	09/16/1975	16 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.085.391	02/14/1978	9 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.058.294	02/08/1977	9 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.192.561	03/23/1982	25 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.308.904	12/11/1984	14 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	1.393.913	05/06/1986	9 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	643.926	04/09/1977	16 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	679.997	06/09/1979	21 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	728.889	03/20/1982	25 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	743.134	01/01/1983	42 REGISTERED
UNITED STATES	RABBIT HEAD DESIGN	759.207	10/29/1983	14 REGISTERED
UNITED STATES	RABBIT HEAD	675.006	03/03/1979	9 REGISTERED

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COUNTRY	MARK NAME	REG NUMBER	REG DATE	CLASS #	TRADEMARK STATUS
	DESIGN				
UNITED STATES	RABBIT HEAD	1,689,356	05/26/1992	41	REGISTERED
	DESIGN				
UNITED STATES	ROMANCE FOR COUPLES	1,855,398	09/20/1994	42	REGISTERED
UNITED STATES	SPRING BREAK	1,366,636	10/22/1985	16	REGISTERED
UNITED STATES	SUPERNOOSH	1,013,752	06/17/1975	42	REGISTERED
UNITED STATES	SV ENTERTAINMENT	1,742,282	12/22/1992	16	REGISTERED
UNITED STATES	THE MOVIE BOOK	1,706,023	08/04/1992	16 42	REGISTERED
UNITED STATES	THE PLAYBOY CHANNEL	1,266,598	02/07/1984	38	REGISTERED
UNITED STATES	THE PLAYBOY FOUNDATION	1,743,106	12/29/1992	16 42	REGISTERED
UNITED STATES	VIDEO CENTERFOLD	1,442,822	06/16/1987	9	REGISTERED
UNITED STATES	VIP W/RABBIT HEAD DESIGN	792,715	07/13/1985	42	REGISTERED
UNITED STATES	WAKE-MATE	1,668,938	12/17/1991	42	REGISTERED
UNITED STATES	WET & WILD	1,826,170	03/15/1994	9	REGISTERED
UNITED STATES	WET & WILD	1,858,914	10/18/1994	38	REGISTERED

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COUNTRY MARK NAME APL NUMBER..... APL DATE.. CLASS # TRADEMARK STATUS

UNITED STATES	A PERFECT 10 IN EVERY PACK	74/560159	08/11/1994	16	PENDING
UNITED STATES	A PERFECT TEN IN EVERY PACK	74/434022	09/10/1993	16	ABANDONED
UNITED STATES	AFTER DARK VIDEO	74/354097	02/01/1993	9	PENDING
UNITED STATES	AFTER HOURS	73/812,320	07/13/1989	41	PENDING
UNITED STATES	BUNNY BEAUTY CONTEST	370.231	09/09/1970	35	CANCELLED
				42	
UNITED STATES	BUNNY OF THE YEAR	391.485	09/28/1982	35	CANCELLED
				41	
UNITED STATES	BUNNY OF THE YEAR	370.232	09/09/1970	35	CANCELLED
				42	
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (DESIGN)			25	LAPSED
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (DESIGN)			21	LAPSED
UNITED STATES	FEMLIN (WORD)	233.497	11/29/1965	41	LAPSED
UNITED STATES	HMH	74/138349	02/11/1991	14	LAPSED
				25	
UNITED STATES	IT'S YOUR LIFE ... IT'S YOUR CALL	74/544510	07/01/1994	38	PENDING
UNITED STATES	LAKE SHORE PRESS	74/147655	03/14/1991	16	PENDING
				41	
UNITED STATES	LUST	458.083	05/21/1973	28	CANCELLED
UNITED STATES	PB AND DESIGN			25	DISPATCHED
UNITED STATES	PLAYBOY	356.400	04/09/1970	42	LAPSED
UNITED STATES	PLAYBOY			10	CANCELLED
UNITED STATES	PLAYBOY	350.367	02/16/1982	3	CANCELLED
UNITED STATES	PLAYBOY	328.604	09/18/1981	25	LAPSED
UNITED STATES	PLAYBOY	74/317862	09/28/1992	10	PENDING
UNITED STATES	PLAYBOY	74/400744	06/10/1993	9	PENDING
UNITED STATES	PLAYBOY	74/506951	03/30/1994	28	PENDING
UNITED STATES	PLAYBOY	74/522307	05/06/1994	18	PENDING

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COUNTRY MARK NAME APL NUMBER..... APL DATE.. CLASS # TRADEMARK STATUS

UNITED STATES PLAYBOY 205.896 03/02/1979 16 CANCELLED

ADVANTAGE, THE

~~UNITED STATES PLAYBOY AND 25 DISMISSED~~

~~RABBIT HEAD~~

~~DESIGN~~

UNITED STATES PLAYBOY LIQUOR 107.677 11/02/1960 21 LAPSED

CADDY

~~UNITED STATES PLAYBOY MAN, 35 CANCELLED~~

~~THE~~

~~UNITED STATES PLAYBOY PREGG 16 CANCELLED~~

~~(LOGO)~~

UNITED STATES PLAYBOY RUNNING 74/560158 08/11/1994 35 PENDING

TEAM

UNITED STATES PLAYBOY SPORT 619.061 09/10/1986 18 LAPSED

UNITED STATES PLAYBOY 392.689 09/29/1982 18 CANCELLED

W/RABBIT HEAD

DESIGN

UNITED STATES PLAYBOY'S 379.238 12/21/1970 41 LAPSED

CREATIVE

MENSWEAR

UNITED STATES PLAYBOY'S 74/155308 04/10/1991 16 ABANDONED

FANTASIES

UNITED STATES PLAYBOY'S HOT 74/544511 07/01/1994 9 PENDING

LICKS

~~UNITED STATES PLAYBOY'S 41 CANCELLED~~

~~SECRET~~

UNITED STATES PLAYSOY'S 95.589 04/22/1960 35 CANCELLED

PENTHOUSE

UNITED STATES PLAYBOY'S 74/167372 04/18/1991 41 WITHDRAWN

SECRETS TO

EURCMASSAGE

UNITED STATES PLAYBOY'S 74/146493 03/05/1991 16 ABANDONED

WORKING WOMEN

UNITED STATES PLAYMATE 243.162 04/11/1966 12 LAPSED

UNITED STATES PLAYMATE 50.167 05/21/1975 9 CANCELLED

UNITED STATES PLAYMATE 74/317361 09/23/1992 10 PENDING

UNITED STATES PLAYMATE BAR 226.054 08/19/1965 42 LAPSED

UNITED STATES PLAYMATE 328.606 09/18/1981 25 CANCELLED

W/RABBIT HEAD

DESIGN

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COUNTRY	MARK NAME	APL NUMBER	APL DATE	CLASS #	TRADEMARK STATUS
UNITED STATES	PLAYMATES OF THE MONTH	74/149693	03/20/1991	25	PENDING
UNITED STATES	PLAYMATES ROCK	74/530045	05/26/1994	9	PENDING
UNITED STATES	PLAYTIQUE	93.154	07/12/1976	42	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	171.657	06/24/1963	34	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	74.149693	03/20/1991	25	PENDING
UNITED STATES	RABBIT HEAD DESIGN	301.422	06/26/1968	34	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	294.934	04/04/1968	35	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	323.293	04/01/1969	30	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	356.399	04/09/1970	39	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	392.701	09/29/1982	18	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	117.102	04/04/1961	42	LAPSED
UNITED STATES	RABBIT HEAD DESIGN	350.368	02/16/1982	3	CANCELLED
UNITED STATES	RABBIT HEAD DESIGN	74/317860	09/28/1992	10	PENDING
UNITED STATES	RABBIT HEAD DESIGN	74/456176	10/29/1993	9	PENDING
UNITED STATES	RABBIT HEAD DESIGN	74/544512	07/01/1994	9	PENDING
UNITED STATES	ROMANCE FOR COUPLES	74/450736	10/21/1993	9	PENDING
UNITED STATES	ROMANTICS	74/366975	03/11/1993	25	PENDING
UNITED STATES	VIDEO SEARCH LINE	74/146491	03/05/1991	41	PENDING
UNITED STATES	WICHITA	74/0202402	09/11/1991	25	PENDING
UNITED STATES	WIRED	74/413005	07/15/1993	16	PENDING

**SCHEDULE A-2
TO TRADEMARK COLLATERAL AGREEMENT**

U.S. TRADEMARK LICENSES

(1) The Agreement dated as of September 19, 1994 between Playboy Enterprises, Inc. and Heinrich Bauer Verlag covering the following registered trademarks: Playboy; Rabbit Head Design; Playmates of the Month; and Femlin Design.

(2) The Agreement dated as of June 1, 1984 between Playboy Enterprises, Inc. and Kabushiki Kaisha Shueisha covering the following trademarks: Rabbit Head Design Registration Number 669,406; Playmate Registration Number 787,329; Playboy's Playmate of the Month Registration Number 1312866; and Femlin Design Registration Number 1375630.

(3) The Agreement dated as of January 1, 1988 between Playboy Enterprises, Inc. and Uitgeverij Spaarnestad BV.

(4) The Agreement dated as of January 1, 1983 between Playboy Enterprises, Inc. and Editora Abril Ltda. for the following trademarks: Playboy; The Playboy Club; Playmate; Rabbit Head Symbol - Graphic; Bunny; Bunny Costume - Graphic; Femlin; and Femlin Design - Graphic.

(5) The Agreement dated as of November 1, 1986 between Playboy Enterprises, Inc. and Editorial Caballero S.A. covering the following trademarks: Playboy; The Playboy Club; Playmate; Rabbit Head Symbol - Graphic; Bunny; Bunny Costume - Graphic; Femlin and Femlin Design - Graphic.

(6) The Agreement dated as of July 29, 1993 between Playboy Enterprises, Inc. and Leatherinn Co., Ltd. covering the trademarks for Playboy and Rabbit Head Design.

(7) The Agreement dated as of March 3, 1993 between Playboy Enterprises, Inc. and Fukuda covering the trademarks for Playboy; Rabbit Head Design; and Playmate.

(8) The Agreement dated as of August 23, 1994 between Playboy Enterprises, Inc. and Nishikawa Sangyo Co., Ltd. covering the trademarks for Playboy and Rabbit Head Design.

(9) The Agreement dated as of September 15, 1994 between Playboy Enterprises, Inc. and Renown Incorporated covering the trademarks for Playboy and Rabbit Head Design.

(10) The Agreement dated as of September 1, 1992 between Playboy Enterprises, Inc. and Seok Won Sang Sa covering the trademarks for Playboy and Rabbit Head Design.

(11) The Agreement dated as of September 26, 1989 between Playboy Enterprises, Inc. and Chaifa Investment Limited covering the trademarks for Playboy; Playmate; and Rabbit Head Design.

(12) The Agreement dated as of July 15, 1992 between Playboy Enterprises, Inc. and Munsin Garment Corporation covering the trademarks for Playboy and Rabbit Head Design.

(13) The Agreement dated as of December 31, 1992 between Playboy Enterprises, Inc. and MACC Trading Limited covering the trademarks for Playboy and Rabbit Head Design.

(14) The Agreement dated as of January 1, 1993 between Playboy Enterprises, Inc. and Milton Lloyd Limited covering the trademarks for Playboy and Rabbit Head Design.

(15) The Agreement dated as of April 1, 1992 between Playboy Enterprises, Inc. and Paglieri S.P.A. covering the trademarks for Playboy and Rabbit Head Design.

(16) The Agreement dated as of October 4, 1989 between Playboy Enterprises, Inc. and Joya Marketing, Pte. Ltd. covering the trademarks for Playboy; Playmate; and Rabbit Head Design.

(17) The Agreement dated as of April 1, 1993 between Playboy Enterprises, Inc. and Infinite Eyewear Ltd. covering the trademarks for Playboy and Rabbit Head Design.