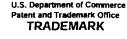
FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

06-02-1999





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5-26-99 TRADEMARKS ONLY 5.26.99			
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Corporation Association	not domiciled in the United States, an appointment of a domestic		
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EXHIBIT A

A. Registered Trademarks*

REGISTRATION No.	Mark	REGISTRATION DATE
2,086,654	USA Getaway Guide	August 5, 1997
1,533,561	Galeria	April 4, 1989
1,328,489	Supply Lines	April 2, 1985
1,288,990	Artsell Color Cards	August 7, 1984
1,206,459	Frame-O-Rama	August 24, 1982
1,118,420	Art Buyers Caravan	May 15, 1979
1,071,827	Basics & Beyond	August 23, 1977
1,001,919	The Professional Picture Framer	January 14, 1975
892,073	American Agent & Broker	June 2, 1970
825,917	Decor	March 14, 1967
642,661	Life Insurance Selling	March 12, 1957
1,878,045	Publishing Concepts PC	February 7, 1995

^{*}Assigned to the Borrower by Commerce Publishing Company by a document executed on April 30, 1999 and recorded in the United States Patent and Trademark Office on [date] at reel [], frame [].

B. Pending Trademark Applications*:

SERIAL NO.	Mark	FILING DATE
75-525987	Publishing Concepts	July 27, 1998

^{*}Assigned to the Borrower by Commerce Publishing Company by a document executed on April 30, 1999 and recorded in the United States Patent and Trademark Office on [date] at reel [], frame [].

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

U.S. Patent and Trademark Office Office of Public Records Attn: Customer Services Counter 1213 Jefferson Davis Highway, Third Floor Arlington, Virginia 22202

Ladies and Gentlemen:

Pursuant to a Conditional Assignment of Trademarks dated April 30, 1999 (as amended, restated or otherwise modified from time to time) between PFINGSTEN PUBLISHING, L.L.C., a Delaware limited liability company ("Pfingsten") and STATE STREET BANK AND TRUST COMPANY, a Massachusetts trust company as administrative agent (the "Administrative Agent") for the benefit of itself and the financial institutions (the "Banks") as are or may from time to time become, parties to the Revolving Credit Agreement of even date herewith among Pfingsten, the Administrative Agent and the Banks, Pfingsten has granted to Administrative Agent for the ratable benefit of itself and the Banks, a continuing security interest in and conditional assignment of its now owned or hereafter acquired registered trademarks and service marks and trademarks and service marks for which applications to register, and in the case of "intent to use" applications for which verified statements of use, have been filed and are pending or are hereafter filed with the U.S. Patent and Trademark Office (the "PTO") or any other governmental authority, including but not limited to, those registered trademarks and service marks and trademark and service mark applications listed on Exhibit A attached hereto (as the same may be amended pursuant hereto from time to time); all re-issues, renewals and amendments thereof; all proceeds of infringement suits; the sole right to sue for past, present, future and threatened infringements of any of the foregoing; all rights corresponding to any of the foregoing throughout the world; and any royalties, licenses, fees, damages, proceeds, improvements and subsequent trademarks or service marks obtained in connection therewith (all of the foregoing being hereinafter collectively referred to as the "Trademarks"), together with a continuing security interest in and conditional assignment of all its right, title and interest in and to the goodwill of the business to which each of the Trademarks relates, to have and to hold until the Obligations have been paid and performed in full. The security interests granted herein are granted in conjunction with the security interests granted by the Borrower to the Administrative Agent for the ratable benefit of itself and the Banks in the Collateral defined and described under a Security Agreement of even date herewith which, among other things, relate to the products sold under the Trademarks.

> TRADEMARK REEL: 001904 FRAME: 0557

IN WITNESS WHEREOF, the parties hereto have caused their duly authorized officers to duly execute this Notice of Security Interest in Trademarks as of this Oday of April, 1999.

PFINGSTEN PUBLISHING, L.L.C.

By its Managing Member:

PFINGSTEN EXECUTIVE FUND II, L.P.

By its general partner:

PFINGSTEN MANAGEMENT PARTNERS II, L.P.

By its general partner:

PFINGSTEN PARTNERS II, L.L.C.

By its Senior Managing Member:

STATE STREET BANK AND TRUST COMPANY, As Administrative Agent

By: Salvara a Hight
Barbara R. Flight

Thomas S. Bagley

THE COMMONWEALTH OF MASSACHUSETTS SUFFOLK COUNTY

On this & day of April, 1999, before me personally appeared Barbara R. Flight, a Vice President of STATE STREET BANK AND TRUST COMPANY, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said Massachusetts trust company, and acknowledged said instrument so executed to be her free act and deed in said capacity and the free act and deed of said Massachusetts trust company.

Notary Public: Wayne B. Jes lence

My commission expires: June 19, 2003

RECORDED: 05/26/1999

STATE OF Ohio COUNTY OF Cuyahoga

On this 2 day of April, 1999, before me personally appeared the above named Thomas S. Bagley, Senior Managing Member of Pfingsten Partners II, L.L.C., the general partner of Pfingsten Management Partners II, L.P., the general partner of Pfingsten Executive Fund II, L.P., the Managing Member of PFINGSTEN PUBLISHING, L.L.C. a Delaware limited liability company personally known to me (or proved to me on the basis of satisfactory evidence) to be the person that executed this instrument, on behalf of said limited liability company, and acknowledged said instrument so executed to be his free act and the free act and deed of said partnerships and companies. Letan Fall

My commission expires:

KETAN PATEL
Notary Public, State of Ohio
My Commission Has No Expiration Date
Section 147.03 R.C.

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