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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

(Rev. 6-93)  
OMB No. 0651-0011  
Tab Settings 000000

To the Honorable commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
HMG Worldwide In-Store Marketing, Inc.

Individual (s)                       Association  
 General Partnership               Change of Name  
 Corporation - State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: Congress Financial Corporation

Internal Address: \_\_\_\_\_

Street Address: 1133 Avenue of the Americas

City: New York      State: NY      Zip: 10018

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - State DE  
 Other \_\_\_\_\_

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

(Designation must be a separate document from assignment)  
Additional name(s) & address(es) attached?                       Yes    No

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other Release of Security Interest in Trademarks

Execution Date: August 27, 1999

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)	1,893,294
	1,794,411	1,988,851

Additional Numbers Attached?    Yes    No

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

Name: Lynn A. Huebner, Legal Assistant

Internal Address: Wolf, Block, Schorr & Solis-Cohen, LLP

Street Address: 350 Sentry Pkwy., Bldg. 640

City: Blue Bell      State: PA      Zip: 19422

556. Total number of registrations and registrations involved: 3

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

Enclosed

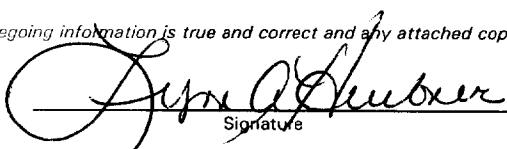
Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

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

DO NOT USE THIS SPACE

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.*

Lynn A. Huebner                                            September 27, 1999  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 7

01 FC:481                      49.00 DP  
02 FC:482                      50.00 DP

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments

RELEASE OF SECURITY INTEREST IN TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS, that CONGRESS FINANCIAL CORPORATION, a Delaware corporation (hereinafter referred to as "Secured Party"), as successor by merger to Congress Financial Corporation, a California corporation, having an office at 1133 Avenue of the Americas, New York, New York 10036, DOES HEREBY CERTIFY that the security interest it holds in (a) all of the right, title and interest of HMG WORLDWIDE IN-STORE MARKETING, INC. ("Debtor"), a New York corporation having a place of business at 475 Tenth Avenue, New York, New York 10018, in or to the Trademarks (as defined in that certain Trademark Collateral Assignment and Security Agreement (the "Trademark Security Agreement"), dated November 22, 1996, by and between Debtor and Secured Party, and as recorded in the United States Patent and Trademark Office on December 31, 1996, at Reel 1542, Frame 0308), including, without limitation, the Trademarks listed on Exhibit A attached hereto, and (b) all of the right, title and interest of Debtor in any other right, asset, property or other collateral in which Secured Party was granted a security interest or lien under or pursuant to the Trademark Security Agreement, together with the goodwill of the business symbolized thereby, is released, all interests in such property previously assigned to Secured Party under the Trademark Security Agreement are hereby reassigned to Debtor, without recourse or representation or warranty, express or implied, of any kind, and the Trademark Security Agreement and any power of attorney granted by Debtor to Secured Party pursuant thereto are terminated (except for any terms and conditions thereof which expressly survive termination).

IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 27th day of August, 1999.

CONGRESS FINANCIAL CORPORATION

By: Thomas A. Martin

Title: AVP

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF NEW YORK    )

On the 27 day of August, 1999, before me personally came Thomas A. Martin, to me known, who being by me duly sworn, did depose and say, that he/~~she~~ is the A. V. P. of CONGRESS FINANCIAL CORPORATION and that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he/~~she~~ acknowledged the execution of said instrument to be the free act and deed of said corporation

AMY HOTALING  
Notary Public

AMY HOTALING  
NOTARY PUBLIC, State of New York  
#4832066 Qualified in New York County  
Commission Expires June 23, 2000

**EXHIBIT A**

**TRADEMARK COLLATERAL OWNED BY HMG WORLDWIDE IN-STORE MARKETING, INC.**

<b>FILE NO.</b>	<b>MARK</b>	<b>STATUS</b>
<b>4 (US)</b>	<b>TM:HMG WORLDWIDE</b>	<b>Issued 5/9/95, Reg. #1,893,284; 8 &amp; 15 due 5/9/01; Renewal due 5/9/05</b>
<b>4 BENELUX</b>	<b>TM: HMG WORLDWIDE</b>	<b>Issued 4/7/94; Reg. #548705; Renewal due 4/7/2004</b>
<b>4 CANADA</b>	<b>TM: HMG WORLDWIDE</b>	<b>Pending; application dated 6/2/94</b>
<b>4 FRANCE</b>	<b>TM: HMG WORLDWIDE</b>	<b>Issued 9/30/94, Reg. #94515944; Renewal due 4/8/04</b>
<b>28 CANADA</b>	<b>TM: THE HOWARD MARLBORO GROUP</b>	<b>Issued 3/6/92; Reg. #395,106 - Renewal due 3/6/07</b>

<u>FILE NO.</u>	<u>MARK</u>	<u>STATUS</u>
4 ITALY	TM: HMG WORLDWIDE	Issued 5/11/95; Reg. #2098 093; Renewal due 4/18/04
5 (US)	TM: HMG WORLDWIDE	Pending; filed 10/26/93; Statement of Use due 5/9/98
5 BENELUX	TM: HMG IN-STORE	Issued 4/7/94; Reg. #548706; Renewal due 4/7/04
5 CANADA	TM: HMG IN-STORE	Pending; filed 6/21/94
5 DENMARK	TM: HMG IN-STORE	Issued 11/10/95; Reg. #VR 07.649 1995; Renewal due 11/10/05
5 FRANCE	TM: HMG IN-STORE	Issued 4/18/94; Reg. #94515943 Renewal due 4/18/04

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FILE NO.	MARK	STATUS
5 GERMANY	TM: HMG IN-STORE	Issued 8/1/94; Reg. #2073542 Renewal due 4/4/04
5 ITALY	TM: HMG IN-STORE	Pending; application dated 4/8/94
6 (US)	TM: DISPLAY DEPOT	Pending; application filed 10/26/93 Statement of Use filed 12/11/95 <i>1,988,851</i>
6A ARGENTINA	TM: DISPLAY DEPOT (class 20)	Pending; application dated 8/3/94
6B ARGENTINA	TM: DISPLAY DEPOT (Class 35)	Pending; application dated 8/3/94
6 BENELUX	TM: DISPLAY DEPOT	Issued; Reg. #549771; dated 4/7/94 Renewal due 4/7/04

<u>FILE NO.</u>	<u>MARK</u>	<u>STATUS</u>
6 BRAZIL	TM: DISPLAY DEPOT	Application, dated 9/22/94, rejected due to prior registration for DESIGN DEPOT. Appeal is pending.
6 CANADA	TM: DISPLAY DEPOT	Pending; application dated 6/21/94
6 DENMARK	TM: DISPLAY DEPOT	Issued 9/30/94; Reg. #6480-1994 Renewal due 9/30/04
6 FRANCE	TM: DISPLAY DEPOT	Issued 9/30/94; Reg. #94515945; Renewal due 4/18/94
6 GERMANY	TM: DISPLAY DEPOT	Pending; application filed 4/8/94
6 ITALY	TM: DISPLAY DEPOT	Pending; application 4/8/94

FILE NO.	MARK	STATUS
6 JAPAN	TM: DISPLAY DEPOT	Pending; application dated 8/11/94
6A U.K.	TM: DISPLAY DEPOT (cl.20)	Issued 10/23/93; Reg. #1569277; Renewal due 10/23/2000
6B U.K.	TM: DISPLAY DEPOT (cl. 35)	Issued 10/23/93; Reg. #1569278; Renewal due 10/23/2000
8 (US)	TM: VOLUMETRICS	Issued 9/21/93; Reg. #1,794,411; 8 & 15 due 9/21/93; Renewal due 9/21/03