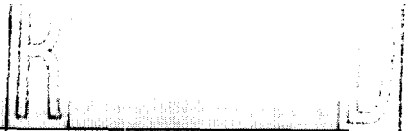


11-18-1999

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Form PTO-1595
November 10, 1999



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101204109

SHEET

TRADEMARKS ONLY

Attorney Docket No.: 4162-0

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Congress Financial Corporation

Individuals(s) Association
 General Partnership Limited Partnership
 Corporation - California
 Other

11/18/1999 DCOATES 00000060 1893294
01 FC:481 40.00 OP
02 FC:482 25.00 OP

2. Name and address of receiving party(ies):
Name: **HMG Worldwide In-Store Marketing, Inc.**
Street Address: **475 Tenth Avenue**
City: **New York**
Country/State/Zip: **New York 10018**

Individual - Citizenship: _____
 Association
 General Partnership
 Limited Partnership
 Corporation- Country/state New York
 Other _____

Additional names and addresses attached? yes no

3. Nature of Conveyance
 Assignment
 Merger
 Security Agreement (Release of Security Interest)
 Change of Name
 Other _____

Execution Date: August 27, 1999

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

A. Trademark Application No.(s):	B. Trademark Registration No.(s):
	1. 1,893,294 2. 1,988,851

Additional numbers attached? Yes No

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

Name: Julia S. Kim, Esq.
Internal Address: Cohen, Pontani, Lieberman & Pavane
Street Address: 551 Fifth Avenue, Suite 1210
City: New York State: NY ZIP: 10176

6. Total number of applications and trademarks involved:
[2]

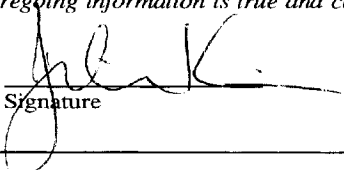
7. Total fee (37 C.F.R. 3.41)\$65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 03-2412
(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.

Julia S. Kim, Esq.  November 10, 1999
Name of Person Signing Signature Date
Reg. No. 36,567

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 21st day of August, 1999.

CONGRESS FINANCIAL CORPORATION

By: Thomas A. Martin

Title: AVP

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

On the 21 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

G. L. Hotelling
Notary Public

AMY HOTALING
NOTARY PUBLIC, State of New York
#4852066 Qualified in New York County
Commission Expires June 23, 2000

EXHIBIT A

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

FILE NO.	MARK	STATUS
4 (US)	TM:HMG WORLDWIDE	Issued 5/9/95, Reg. #1,893,294; 8 & 15 due 5/9/01; Renewal due 5/9/05
4 BENELUX	TM: HMG WORLDWIDE	Issued 4/7/94; Reg. #548705; Renewal due 4/7/2004
4 CANADA	TM: HMG WORLDWIDE	Pending; application dated 6/2/1994
4 FRANCE	TM: HMG WORLDWIDE	Issued 9/30/94, Reg. #94515944; Renewal due 4/8/04
28 CANADA	TM: THE HOWARD MARLBORO GROUP	Issued 3/6/92; Reg. #395,106 - Renewal due 3/6/07

SENT BY:212 599-0028

:11-12-96 ; 20:49 ;

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FILE NO.	MARK	STATUS
ITALY	TM: HMG WORLDWIDE	Issued 6/11/95; 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. #548708; 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

SENT BY:212 599-0028

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FILE NO.	MARK	STATUS
5 GERMANY	TM: HMG IN-STORE	Issued 8/1/94; Reg. #2073542 Renewal due 4/1/04
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
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

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

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FILE NO.	MARK	STATUS
8 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. 36)	Issued 10/23/93; Reg. #1569278; Renewal due 10/23/2000
8 (US)	TM: VOLUMETRICS	Issued 9/21/93; Reg. #1794411; 8 & 15 due 9/21/93; Renewal due 9/21/03

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