

12-10-1999



101219204

EET

.Y

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PT 3159
1-11-92
12-3-99
Tab settings
To the Honorable Comm

ached original documents or copy thereof.

1. Name of conveying party(ies):

Mellon Bank, N.A.
1735 Market St., 6th Floor
Philadelphia, PA 19101

- 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: PIA Merchandising Co., Inc.
Internal Address: _____
Street Address: 19900 MacArthur Blvd., Suite 900
City: Irvine State: CA ZIP: 92612

AND

Name: Pacific Indoor Display Co. dba Retail Resources.
Internal Address: _____
Street Address: 10 Pasteur
City: Irvine State: CA ZIP: 92612

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Relinquishment of Security Interest
- Merger
- Change of Name

Execution Date September 30, 1999

Recorded May 3, 1999, Reel 1890, Frame 0235

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

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

A. Trademark Application No.(s)
SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)
SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

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

Name: Federal Research Corp.

Internal Address: _____

Street Address: 400 Seventh Avenue N.W.

Suite 101

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41): \$ 146.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

12/07/1999 TT011 00000301 1057066

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
100.00 OP

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

Deborah Scheff
Name of Person Signing

[Signature]
Signature

[Date]
Date

Total number of pages including cover sheet, attachments and document: 3

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

Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

SCHEDULE A

REGISTERED TRADEMARKS
AND
TRADEMARK APPLICATIONS

PIA MERCHANDISING CO., INC.

PACIFIC INDOOR DISPLAY CO.

<u>Trademark</u> <u>Service Mark</u>	<u>Application No.</u>	<u>Filed</u>
Custom Retail Solutions	(search completed)	
Market Level Marketing	1,857,866	10/22/94
PIA	1,812,363	12/21/93
Retail Resources	2,139,455	02/24/98
Toolbox	(preliminary search)	
Toolbox (abandoned)	75/026783	12/01/95
Technology Retail Solutions	(new application)	
Merchandise's Toolbox	75/367,799	10/03/97

RELEASE OF SECURITY INTEREST IN REGISTERED
TRADEMARKS AND TRADEMARK APPLICATIONS

WHEREAS, PIA MERCHANDISING CO., INC., a California corporation, whose mailing address is 19900 MacArthur Blvd., Suite 900, Irvine, California 92612, and PACIFIC INDOOR DISPLAY CO., dba Retail Resources, a California corporation, whose mailing address is 10 Pasteur, Irvine, California 92612 (collectively, "Pledgors"), executed a Copyright, Patent and Trademark Security Agreement in favor of Mellon Bank, N.A. ("Bank"), whose mailing address is 1735 Market St., 6th Floor, Philadelphia, Pennsylvania 19101, dated December 7, 1998 and duly recorded on May 3, 1999, at Trademark Reel 1890, Frame 0235, in the United States Patent and Trademark Office, and pursuant to which the Pledgors assigned and granted to Bank a security interest in and to all of Pledgors' right, title and interest in and to certain trademarks, including those trademarks specifically listed on Schedule A attached hereto (the "Marks") and the goodwill associated therewith; and

WHEREAS, Bank wishes to release, retransfer and reassign to Pledgors, without representation or warranty, all of Bank's right, title and interest in and to the Marks and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Bank hereby releases, retransfers and reassigns to Pledgors, without representation or warranty, all of Bank's right, title and interest in and to the Marks and the goodwill associated therewith.

IN WITNESS WHEREOF, Bank has executed this Release of Security Interest in Registered Trademarks and Trademark Applications as of this 30th day of September, 1999

MELLON BANK, N.A.

By: 

Title: Susan Lee President