

4-28-00

05-08-2000

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



101348969

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

#### Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

#### Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger  Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
\_\_\_\_\_

#### Conveying Party

Mark if additional names of conveying parties attached

Name STATE STREET BANK AND TRUST COMPANY

Execution Date  
Month Day Year  
10-1-99

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other MASSACHUSETTS TRUST COMPANY
- Citizenship/State of Incorporation/Organization \_\_\_\_\_

#### Receiving Party

Mark if additional names of receiving parties attached

Name CITIZENS BANK OF MASSACHUSETTS

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 28 STATE STREET

Address (line 2) \_\_\_\_\_

Address (line 3) BOSTON City MA State/Country 02109 Zip Code

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other MASSACHUSETTS BANK
- Citizenship/State of Incorporation/Organization \_\_\_\_\_

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

05/04/2000 DCOATES 00000308 75525987

FOR OFFICE USE ONLY

01 FC:481 40.00 OP  
02 FC:482 300.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK**  
**REEL: 002067 FRAME: 0938**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

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<input type="text" value="1533561"/>	<input type="text" value="1206459"/>	<input type="text" value="1001919"/>
<input type="text" value="1328489"/>	<input type="text" value="1118420"/>	<input type="text" value="892073"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

*DEBRA M FEINS*

Name of Person Signing

*Debra M. Feins*

Signature

*4/27/00*

Date Signed

RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY

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

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

**Conveying Party**

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name STATE STREET BANK AND TRUST COMPANY

10-1-99

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other MASSACHUSETTS TRUST COMPANY

Citizenship State of Incorporation/Organization

**Receiving Party**

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name CITIZENS BANK OF MASSACHUSETTS

DBA/AKA/TA

Composed of

Address (line 1) 28 STATE STREET

Address (line 2)

Address (line 3) BOSTON City MA State/Country 02109 Zip Code

Individual  General Partnership  Limited Partnership  If document to be recorded is an

Corporation  Association

Other Massachusetts bank

Citizenship/State of Incorporation/Organization

assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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Schedule 1

**Security Document:**

Conditional Assignment of Trademarks dated as of April 30, 1999 between Pflingsten Publishing, LLC, as Borrower, and State Street Bank and Trust Company, as Administrative Agent.

**Assigned Registrations:**

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 Applications:**

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

**ASSIGNMENT OF NOTICE OF GRANT OF SECURITY INTEREST IN  
TRADEMARKS**

WHEREAS, State Street Bank and Trust Company ("Assignor") holds certain rights in the trademarks and servicemarks identified in Schedule 1 hereto (collectively, the "Trademarks") pursuant to the security document identified in Schedule 1 hereto (the "Trademark Collateral") and the Notice of Grant of Security Interest in Trademarks executed pursuant thereto and recorded in the records of the Assignment Branch of the U.S. Patent & Trademark Office at Reel/Frame 001904/0553;

WHEREAS, effective October 1, 1999, Assignor transferred to Citizens Bank of Massachusetts ("Assignee") substantially all of Assignor's commercial loan portfolio, including the loan(s) secured in part by the Trademark Collateral;

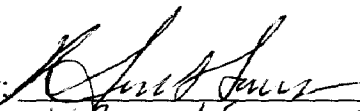
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns unto Assignee all of Assignor's right, title and interest under and pursuant to the Trademark Collateral, including without limitation the good will of the business symbolized by the Trademarks and all registrations, renewals and statements of use thereof.

Assignor hereby represents and warrants that it is the sole lawful owner of the rights transferred hereby and that it has good right to sell and transfer the same to Assignee.

IN WITNESS WHEREOF, this assignment has been executed by the duly authorized officer of Assignor to be effective as of the 1<sup>st</sup> day of October, 1999.

Assignor:

STATE STREET BANK AND  
TRUST COMPANY

By:   
Its: VP and Counsel