

07-31-2002

Form PTO-1594
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3. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

GETTY IMAGES, INC.

7-26-02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other _____

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

2. Name and address of receiving party(ies)

Name: BANK OF AMERICA, N.A.

Internal Address: WA1-501-37-20

Street Address: 800 Fifth Avenue, Floor 37

City: Seattle State: WA Zip: 98101

- Individual(s) citizenship _____
- Association National Banking
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- 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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: JULY 19, 2002

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

A. Trademark Application No.(s)

78099531, 78081963, 78099530, 78099528, 78106072, 78106087, 78106089

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: JANE ECKELS

Internal Address: C/O DAVIS WRIGHT TREMAINE LLP

Street Address: 1501 FOURTH AVENUE, SUITE 2600

City: SEATTLE State: WA Zip: 98101

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

040258

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

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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.

Jane Eckels

Name of Person Signing

Signature

July 26, 2002

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 Patent & Trademarks, Box Assignments
Washington, D.C. 20231

07/31/2002 6TON11 00000006 78099531

01 FC:481
02 FC:482

40.00 OP
150.00 OP

TRADEMARK
REEL: 002552 FRAME: 0586

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

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of July 19, 2002 (as amended, restated, modified, renewed, supplemented or extended from time to time, the "Security Agreement") by and among Getty Images, Inc. (the "Debtor") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Debtor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

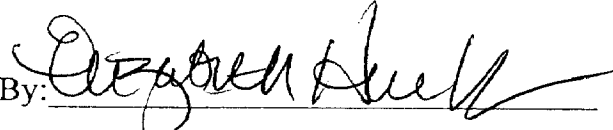
TRADEMARKS

<u>Trademark App. or Reg. No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
78099531	GETTY IMAGES	12/20/01
78081963	GETTY IMAGES	8/30/01
78099530	GETTY IMAGES	12/20/01
78099528	GETTY IMAGES	12/20/01
78106072	TAXI BY GETTY IMAGES	1/31/02
78106087	TAXI BY GETTY IMAGES	1/31/02
78106089	TAXI BY GETTY IMAGES	1/31/02

The Debtor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GETTY IMAGES, INC.

By: 

Name: Elizabeth J. Huebner

Title: Sr. Vice President and CFO

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as
Administrative Agent

By: 

Name: Ken Puro

Title: Vice President