

12-12-2002

o- caForm PTO-1594
1-31-92



EET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Co

102311615

ne attached original documents or copy thereof.

1. Name of conveying party(ies):
 The Industrial Bank of Japan Trust Company
 (successor by merger with IBJ Whitehall Bank & Trust Co. f/k/a
 IBJ Schroder Bank and Trust Company)
 One State Street
 New York, NY 10004

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Rhode Island

x Other: National banking association
 Additional name(s) of conveying party(ies)
 attached? Yes X No

Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
x Other - relinquishment of security interest

Execution Date: November 15, 2002

4. Application number(s) or registration numbers(s):
 Trademark Application No.

Name and address of receiving party(ies):
 The Paragon Gifts, Inc.
 89 Tom Harvey Road
 Westerly, RI 02891

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
X Corporation - Rhode Island
 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 X No

6. Total number of applications and
 registrations involved: [1] [] []

7. Total fee (37 CFR 3.41) \$40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

Additional numbers attached? Yes X No

5. Name and address of party to whom correspondence concerning
 document should be mailed:
 Name: Michelle A. Massicotte, Esq.
 Internal Address: Hinckley, Allen and Snyder LLP
 Street Address: 28 State Street
 City: Boston State: MA Zip: 02109

6. Total number of applications and
 registrations involved: [1] [] []

7. Total fee (37 CFR 3.41) \$40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

18-11-02

RECEIVED
2002 DEC 11 AM 11:05
U.S. DEPARTMENT OF COMMERCE

12/11/2002 TDIAZ1 00000111 2215985
01 FC:4021 40.00 OP
02 FC:4524 120.00 OP

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.

Michelle A. Massicotte, Esq. _____
 Signature _____ Date 12/09/02

Total number of pages comprising cover sheet [1] [] []

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

NOTICE OF RELINQUISHMENT OF SECURITY
INTEREST (IN U.S. TRADEMARKS)

THIS NOTICE OF RELINQUISHMENT OF SECURITY INTEREST AND COLLATERAL ASSIGNMENT (this "Notice") entered into this 15th day of November 2002, by and between THE PARAGON GIFTS, INC., a corporation organized and existing under the laws of the State of Rhode Island (the "Assignor") and THE INDUSTRIAL BANK OF JAPAN TRUST COMPANY (as successor by merger with IBJ Whitehall Bank & Trust Company f/k/a IBJ Schroder Bank and Trust Company), a National Banking Association (the "Assignee"). Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Credit and Security Agreement, as defined below.

RECITALS

WHEREAS, the Assignor and Assignee have previously agreed to make certain loans and provide other financial accommodations to the Assignor and the other borrowers pursuant to, and subject to the terms and conditions of the Credit Agreement dated as October 31, 1997 (the "Credit Agreement");

WHEREAS, said Credit Agreement provided for the extension of certain credit facilities to the Assignor; and the Assignor, pursuant to the Credit Agreement, among other things, granted to Assignee a security interest in the Collateral, including all general intangibles, including without limitation all registered and unregistered trademarks and service marks; and

WHEREAS, in connection with the Credit Agreement, the Assignor executed in favor of Assignee a Trademark Collateral Security Agreement dated October 31, 1997 (the "Security Agreement") and recorded with the United States Patent and Trademark Office on February 9, 1998 at reel/frame 1682/0739.

NOW THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, Assignee hereby relinquishes, releases and terminates its security interest in, and reassigns, grants and conveys to the Assignor, all of its right, title and interest in and to, any and all general intangibles owned by the Assignor, including, but not limited to, all of the trademarks, including trademarks identified in Exhibit A attached hereto and obtained pursuant to the Credit Agreement and Security Agreement.

[Signatures Appear on Next Page]

IN WITNESS WHEREOF, Assignee by its duly authorized officer has caused this Agreement to be executed as an instrument under seal as of the date first written above.

WITNESSED:

[Signature]

Gary Cohen
Print Name

ASSIGNEE:
THE INDUSTRIAL BANK OF JAPAN TRUST
COMPANY

By:

[Signature]

Peter G. Mace Sr. Managing Director
Print Name/Title

STATE OF NY)
 : ss.
COUNTY OF NY)

On this Sunday day of November, 2002, before me, the undersigned, a Notary Public in and for said County and State personally appeared Peter G Mace, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person who executed with within on behalf of The Industrial Bank of Japan Trust Company, and acknowledged to me that The Industrial Bank of Japan Company executed it.

Witness My Hand and
Official Seal

[Signature]

Notary Public in and for the
Said County and State

MATS G. CARLSTON
Notary Public State of New York
No. 02CA4967489
Qualified in New York County
Commission Expires 6-4-04

CONSENTED TO:

THE PARAGON GIFTS, INC.

WITNESSED:

By:

[Signature]

G.P. Rowley, PRESIDENT
Print Name/Title

[Signature]

michele G. wood
Print Name

SCHEDULE A

Trademarks

Trademark Registration Number

Country

THE PARAGON

2,215,985

USA