

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. 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):

Uniek, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Notice of Grant of Security Interest

Execution Date: 04/01/2004

2. Name and address of receiving party(ies)

Name: U.S. Bank National Association

Internal Address:

Street Address: 777 E. Wisconsin Ave.

City: Milwaukee State: WI Zip: 53202

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

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 Exhibit A

B. Trademark Registration No.(s) see attached Exhibit A

Additional number(s) attached Yes No

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

Name: Brian G. Gilpin

Internal Address: Godfrey & Kahn, S.C.

Street Address: 780 N. Water Street

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:

15

7. Total fee (37 CFR 3.41): \$ 390.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

07-1509

DO NOT USE THIS SPACE

9. Signature.

Brian G. Gilpin Name of Person Signing

[Signature] Signature

Sept. 22, 2004 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

Exhibit A**SCHEDULE OF TRADEMARKS****UNIEK, INC.**

Mark	Application No. Application Date	Registration No. Registration Date
LIFE'S COLLECTIONS	76/445,942 9/3/2002	
PHOTOSCAPES Goods: Class 20: Boxed Set of Frames	76/461,490 10/24/2002	
UNIEK and design Goods: Class 20: Wall mirrors	76/188,605 1/2/2001	2,703,050 4/1/2003
UNIEK Goods: Class 20: Wall mirrors	76/188,664 1/2/2001	2,725,153 6/10/2003
NATIONAL Goods: Class 16: Framed Art & Wall ... Class 20: Picture Frames ...	76/188398 1/2/2001	2,617,069 9/10/2002
UNIEK and design Goods: Class 20: Picture Frames ...	75/865,618 12/6/1999	2,537,190 2/5/2002
UNIEK and design Goods: Class 22: Cord.	75/874,333 12/17/1999	2,550,766 3/19/2002
UNIEK and design Goods: Class 26: Plastic Canvas ...	75/874,236 12/17/1999	2,559,737 4/9/2002
UNIEK and design Goods - Class 28: Hobby Craft Kit ...	75/874,232 12/17/1999	2,562,330 4/16/2002
UNIEK and design Goods: Class 16: Drawing Boards, ...	75/874,234 12/17/1999	2,562,331 4/16/2002

Mark	Application No. Application Date	Registration No. Registration Date
UNIEK and design Goods: Class 23: Yarn	75/865,620 12/6/1999	2,559,710 4/9/2002
UNIEK Goods: Class 20: Picture Frames ...	75/596909 11/30/1998	2,361,600 6/27/2000
ENVIRO-MOLD Goods: Class 20	75/282,674 4/25/1997	2,150,900 4/14/1998
NEEDLOFT Goods: Class 23: Yarn	73/426,066 5/16/1983	1,290,116 8/14/1984
QUICK-COUNT Goods: Class 26: Plastic Needlepoint ...	395832 9/30/1982	1,315,905 1/22/1985

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

UNITED STATES PATENT AND TRADEMARK OFFICE

Ladies and Gentlemen:

Please be advised that pursuant to the Grant of Security Interest in Trademarks dated as of April 1, 2004 (the "Security Agreement"), by UNIEK, INC. (the "Debtor") and U.S. BANK NATIONAL ASSOCIATION (the "Secured Party"), the Debtor has granted to the Secured Party a continuing security interest in and continuing lien upon, the trademark registrations and/or trademark applications listed in **Exhibit A**, attached hereto.

The Secured Party, hereby acknowledges that the security interest in the foregoing trademark registrations and/or 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 registration or trademark application.

Very truly yours,

U.S. BANK NATIONAL ASSOCIATION

By: Matthew J. Schulz

Name: Matthew J. Schulz

Title: Vice President

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