FORM PTO-1594 (Modified)
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

1. Name of conveying party(ies):

LaSalle National Bank

Additional names of conveying parties: No

2. Name and address of receiving party(ies):
Big Idea Productions, Inc.
860 Broadway, 6th Floor
c/o Classic Media Inc.
New York, New York 10003
[ ] Individual(s) citizenship:
[ ] Association:
[ ] General Partnership:
[ ] Limited Partnership:
[X] Corporation-State: Illinois
[ ] Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: [ ] Yes; [X]No

(Designations must be a separate document from Assignment)

3. Nature of conveyance:

[] Assignment [ ] Merger
[ ] Security Agreement [] Change of Name
[X] Other: Release of Security Interest in Trademarks

Execution Date: December 22, 2003

Effective Date: December 22, 2003

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

A. Trademark Application No.(s): 75/874018

B. Trademark Registration No.(s):
2,656,266

Additional Numbers Attached: Yes

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

Sharmila Achari
Morgan, Lewis & Bockius LLP
101 Park Avenue
New York, New York 10178

Telephone: 212-309-6279
Facsimile: 212-309-6273
E-Mail: sachari@morganlewis.com

6. Total number of applications and registrations involved: 29

7. Total fee (37 C.F.R.§ 3.41) $ 700.00

[] Check enclosed.

[X] Authorized to charge deposit account.

8. Deposit account number:

13-4520

CH $740.00 134520 75874018

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.

Ellen M. Baker
Name of Person Signing

Ellen M. Baker
Signature

September 27, 2004
Date

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

Schedule A

Trademark	Status	Country	Application No./Date	Publication No./Date	Registration No./Date
3-2-1 PENGUINS!	Published	USA	75/874018 12-17-99	9-11-01	
3-2-1 PENGUINS! (& Design)	Registered	USA	76/335883 11-07-01	4-30-02	2656266 12-3-02
3-2-1 PENGUINS! (& Design)	Published	USA	76/432793 7-22-02	5-6-03	
Art For The Sake Of Impact	Published	USA	75/799321 9-10-99	5-09-00	
Big Idea	Registered	USA	75/445887 3-6-98	7-17-01	2495242 10-9-01
Big Idea	Registered	USA	75/979413 3-6-98	10-23-01	2529182 1-15-02
Big Idea (& Design)	Registered	USA	75/445886 3-6-98	7-24-01	2497418 10-16-01
Big Idea (& Design)	Registered	USA	75/979439 3-6-98	6-19-01	2487126 9-11-01
Big Idea Books (& Design)	Registered	USA	76/334470 11-8-01	7-2-02	2703175 4-1-03
Big Idea Interactive	Published	USA	76/199923 1-25-01	2-19-02	
Big Idea Interactive	Registered	USA	76/975145 1-25-01	2-19-02	2701371 3-25-03
Big Idea Pictures	Published	USA	76/429216 7-11-02	2-18-03	
Big Idea's Jonah A Veggietales Movie (& Design)	Published	USA	76/374723 2-25-02	1-14-03	
Big Idea's Veggietales	Registered	USA	75/677515 4-8-99	10-17-00	2525653 1-1-02

206400/0010/626169/Version #:.1

Trademark	Status	Country	Application No./Date	Publication No./Date	Registration No./Date
Big Idea's Veggietales	Published	USA	75/846177 11-10-99	6-25-02	
Copyright – Veggietales – " God Wants Me To Forgive T"	Registered	USA	PA742156 1-3-95		PA742156 1-3-95
Copyright – Veggietales – "Where's God When I'm Scared"	Registered	USA	PA742155 1-3-95		PA742156 1-3-95
Gruntly & Iggy	Published	USA	76/307220 8-30-01	3-19-02	
Larryboy	Published	USA	76/246816 4-26-01	1-22-02	
Larryboy	Pending	USA	76/493718 2-28-03		
Larryboy (& Design)	Registered	USA	76/335611 11-6-01	6-18-02	2710060 4-22-03
Sunday Morning Values, Saturday Morning Fun!	Registered	USA	75/519330 7-15-98	3-16-99	2582601 6-18-02
Sunday Morning Values, Saturday Morning Fun!	Registered	USA	75/519237 7-15-98		2299662 12-14-99
Veggietales	Registered	USA	74/612989 12-19-94		2167848 6-23-98
Veggietales	Registered	USA	74/492523 2-22-94		1869418 12-27-94
Veggietales (& Design)	Registered	USA	74/492524 2-22-94		1869419 12-27-94
Veggietown Values	Registered	USA	75/895700 1-12-00	4-17-01	2467415 7-10-01
Veggietunes	Registered	USA	75/531815 8-6-98		2297844 12-7-99
Veggietunes	Registered	USA	76/173473 11-30-00	10-16-01	2527217 1-8-02

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Trademark	Status	Country	Application No./Date	Publication No./Date	Registration No./Date
What's The Big Idea?	Registered	USA	75/534574 8-11-98		2342506 4-18-00
What's The Big Idea? (& Design)	Registered	USA	75/534573 8-11-98		2386915 9-19-00

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Release"), is entered into as of this 22nd day of December, 2003, by and between LaSalle National Bank, as collateral agent (the "Agent") and Big Idea Productions, Inc., an Illinois corporation ("Obligor"), debtor and debtor in possession under Case No. 03B35893 in the United States Bankruptcy Court for the Northern District of Illinois.

WITNESSETH:

WHEREAS, Obligor has granted a security interest in certain of its tangible and intangible personal property pursuant to certain Collateral Assignments of Intellectual Property dated as of August 3, 2000 and April 30, 2003, and the Intellectual Property Security Agreements dated as of April 30, 2003, by and between Agent and Obligor (the "Security Agreements");

WHEREAS, the Security Agreements were filed on behalf of Agent in the United States Patent and Trade Office ("PTO") and other offices, as appropriate, to evidence the security interest granted to Agent thereunder;

WHEREAS, Obligor has requested that Agent (a) terminate and release the liens and interests of Agent in all of Obligor's trademarks and service marks and (b) execute and deliver evidence of such termination and release for filing in the PTO and other appropriate offices; and

WHEREAS, Obligor has fulfilled its obligations under the Security Agreement and, thus, Agent has agreed to such release and termination.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Section 1. Terms. Capitalized terms not otherwise defined herein have the meaning ascribed thereto in the Security Agreements.

Section 2. Release. Agent hereby releases and terminates its security interests in the Trademarks (as defined in the Security Agreements), and reassigns to the Obligor all right, title and interest of the agent in and to said Trademarks.

Section 3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the security interest contemplated hereby. It is hereby acknowledged and agreed that Exhibit A attached hereto is a draft listing of the Trademarks, and that Agent will deliver a final listing of the Trademarks as soon as reasonably practicable after the date hereof.

IN WITNESS WHEREOF, Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

LaSalle Bank National Association formerly known as
LASALLE NATIONAL BANK

By: James D. Thompson
Name: James D. Thompson
Title: Group Senior Vice President

STATE OF ILLINOIS

COUNTY OF COOK

On December 22, 2003, before me, Karen Parrish, Notary Public, personally appeared James D Thompson personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Karen Parrish
Notary Public

"OFFICIAL SEAL"
KAREN PARRISH
Notary Public, State of Illinois
My Commission Expires 7/2/04

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REEL: 002945 FRAME: 0599

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