

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MCEI, LLC (purchaser of all assets of Color Edge Inc.)		03/01/2005	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Amalgamated Bank		
Street Address:	15 Union Square		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10003		
Entity Type:	Banking Corporation: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2389558	COLOR EDGE	
CORRESPONDENCE DATA			
Fax Number:	(866)459-2899		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-783-2700		
Email:	pagodoa@federalresearch.com		
Correspondent Name:	CBC Companies dba Federal Research		
Address Line 1:	1030 Fifteenth Street, NW, Suite 920		
Address Line 2:	attn: Penelope J.A. Agodoa		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
NAME OF SUBMITTER:	Penelope J.A. Agodoa		
Signature:	/pja/		
Date:	03/09/2005		

CH \$40.00 2389558

Total Attachments: 3
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**RECORDATION FORM COVER SHEET
 TRADEMARKS ONLY**

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

1. Name of conveying party(ies):
MCEI, LLC
 (purchase of all assets of Color (dye, Inc))

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Limited Liability Company-Debra

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

2. Name and address of receiving party(ies)
 Name: Amalgamated Bank
 Internal Address: _____
 Street Address: 15 Union Square
 City: New York State: NY Zip: 10003

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A
 (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: March 1, 2005

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
2389558

Additional number(s) attached Yes No

6. Total number of applications and registrations involved:

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Tushna Gamadia
 Internal Address: Cadwalader Wilcoxon & Taft LLP
 Street Address: One World Financial Center
 City: New York State: NY Zip: 10281

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

8. Deposit account number:

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

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.

Tushna Gamadia Cadwalader Wilcoxon & Taft LLP Tushna Gamadia 3/8/05
 Name of Person Signing to Amalgamated Bank Signature Date

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

MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS

United States Department of Commerce
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Ladies and Gentlemen:

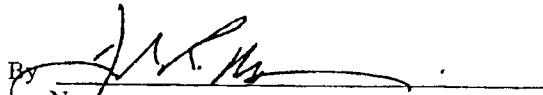
Pursuant to a Security Agreement, dated as of March 1, 2005 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), MCEI, LLC, a Delaware limited liability company (the "Assignor"), has granted to AMALGAMATED BANK, as assignee (the "Assignee") a continuing security interest in, and a continuing lien upon, the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Assigned Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: March 1, 2005

Very truly yours,

MCEI, LLC

By: Merisel Americas, Inc., as sole member

By: 
Name: _____
Title: _____

ACKNOWLEDGED BY:

AMALGAMATED BANK,
as Assignee

By:

Name:
Title:


 BRUCE MEREDITH
VICE PRESIDENT

Schedule to Trademark Assignment

MCEI, LLC

MCEI, LLC	Color Edge	5/19/1999	Registered (under Color Edge, Inc. as Registrant)	2389558
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