

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
Heller Financial, Inc. as Agent		10/04/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AKI, Inc.
Street Address:	1815 East Main Street
City:	Chattanooga
State/Country:	TENNESSEE
Postal Code:	37404
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	76168975	COLORVUE
Serial Number:	75938316	MICROTOUCH
Serial Number:	74161517	SCENT SEAL
Serial Number:	75223160	SMELL THE TASTE
Serial Number:	75241268	SMELL THE TASTE
Serial Number:	75398058	SURESHADE
Serial Number:	75681368	TOUCHDOWN
Serial Number:	73364064	SCENTSTRIP
Serial Number:	73612896	SCENTSTRIP

CORRESPONDENCE DATA

Fax Number:

(866)459-2899

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:

202-783-2700

Email:

pagodoa@federalresearch.com

Correspondent Name:

CBC Companies dba Federal Research

TRADEMARK

REEL: 003092 FRAME: 0425

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CH \$240.00 76168975

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:	Marvin Lawrence
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Signature:	/bigmarv/
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Date:	05/26/2005
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Total Attachments: 6
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SCHEDULE I
DESCRIPTION OF TRADEMARK INTERESTS

TRADEMARK SECURITY AGREEMENT BY BORROWER

TRADEMARK
REEL: 003092 FRAME: 0427

SCHEDULE
AKI, Inc.

Mark	Serial No. File Date	Reg. No. Reg. Date
Colorvue	76/168975 11/21/2000	
Microtouch	75/938316 03/07/2000	
Scent Seal	74/161517 04/29/1991	1849234 08/09/2004
Sentstrip	364064 05/11/1982	1257538 11/15/2003
Sentstrip (stylized)	612896 08/04/1986	1468241 12/08/1987
Smell the Taste	75/223160 01/08/1997	2221966 02/02/1999
Smell the Taste	75/241268 02/13/1997	2234968 03/23/1999
Sureshade	75/398058 12/01/1997	2361115 06/27/2000
Touchdown	75/681368 04/13/1999	2420010 01/09/2001

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of October 4, 2004, by HELLER FINANCIAL, INC., a Delaware corporation, in its capacity as Agent ("Agent").

WITNESSETH:

WHEREAS, Agent and AKI, Inc., a Delaware corporation ("AKI"), were parties to that certain Trademark Security Agreement dated as of December 18, 2001 (the "Security Agreement"; capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement), pursuant to which AKI granted a security interest to Agent in, among other things, the Trademarks (as defined in the Security Agreement) as security for certain obligations owing by AKI to the financial institutions (collectively, the "Lenders") from time to time party to that certain Amended and Restated Credit Agreement dated as of December 18, 2001, as amended, restated, supplemented or otherwise modified and in effect from time to time, including the Trademarks set forth on Exhibit A hereto; and

WHEREAS, the Security Agreement was recorded by the Assignment Division of the United States Patent and Trademark Office on December 21, 2001., at Reel 002414, Frame 0001; and

WHEREAS, AKI has requested that Agent release its security interest in the Trademarks and reassign the same to AKI;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent hereby releases its security interest in all of AKI's right, title and interest in and to all of the following:

(a) each Trademark, Trademark registration and Trademark application, including, without limitation, the Trademarks, Trademark registrations (together with any reissues, continuations or extensions thereof) and Trademark applications referred to in Exhibit A annexed hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application;

(b) each Trademark license and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark license; and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by AKI against third parties for past, present or future (a) infringement or dilution of any Trademark or Trademark registration including,

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without limitation, the Trademarks and Trademark registrations referred to in Exhibit A annexed hereto, the Trademark registrations issued with respect to the Trademark applications referred in Exhibit A and the Trademarks licensed under any Trademark license or (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark licensed under any Trademark license.

2. Agent hereby reassigns, grants and conveys to AKI, without any representation, recourse or undertaking by Agent, all of Agent's right, title and interest in and to the Trademarks, and the goodwill of AKI's business connected with the use of and symbolized by the Trademarks.

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[Signature Page Follows]*

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

HELLER FINANCIAL, INC., a Delaware corporation, as Agent

By: J. Paul McDonnell
Name: J. Paul McDonnell
Title: Duly Authorized Signatory

Trademark Release and Reassignment -