TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. Bank National Association		06/15/2005	National Association:

RECEIVING PARTY DATA

Name:	The Bank of New York
Street Address:	600 East Las Colinas Blvd., Suite 1300
City:	Irving
State/Country:	TEXAS
Postal Code:	75039
Entity Type:	Banking Institution:

PROPERTY NUMBERS Total: 82

Property Type	Number	Word Mark
Serial Number:	75255801	
Serial Number:	75721398	FALCO
Serial Number:	75721397	FALCO
Serial Number:	75721395	FALCO
Serial Number:	75783859	FEATHERSTONE
Serial Number:	75095280	ADVERTISING UNLIMITED
Serial Number:	75386453	WASHBURN LABORATORIES
Serial Number:	73286492	THE TRIUMPH LINE
Serial Number:	75095231	ADVERTISING UNLIMITED
Serial Number:	75367113	A W
Serial Number:	73701558	STYLE-RITE
Serial Number:	71556340	SUPERIOR GIFT LINE
Serial Number:	73625707	DESIGNER LINE
Serial Number:	73090034	THAT'S MY BAG

CH $2065.00 75255801

Serial Number:	75716069	A
Serial Number:	75716070	A
Serial Number:	75716071	AIR-TEX
Serial Number:	75716577	AIR-TEX
Serial Number:	72168798	R.O.N.* KIT *REMAIN OVER NITE
Serial Number:	73398051	THE TOPPER
Serial Number:	73671656	THE ACTION LINE
Serial Number:	74455800	GOLFERS 911
Serial Number:	75662173	ALL ACTION ALL YEAR LONG
Serial Number:	72142164	TOTTY BAG
Serial Number:	72255203	B A
Serial Number:	72379914	AIR TEX
Serial Number:	72257972	BARLOW
Serial Number:	73575443	BARLOW
Serial Number:	73804167	SALM
Serial Number:	75039339	BTS
Serial Number:	75628880	TIMESQUARE
Serial Number:	75695986	DURATEC
Serial Number:	75546076	LOGO-DOME
Serial Number:	75872359	MICROTEC
Serial Number:	75324729	SPORTSTAR
Serial Number:	73024388	HUFFER
Serial Number:	73452756	CUT 'N PICKER
Serial Number:	78069234	WHEN IMAGE IS EVERYTHING
Serial Number:	73062600	DASH-CASH
Serial Number:	73733046	CARGO
Serial Number:	73733052	SLIM SET
Serial Number:	74141090	
Serial Number:	73558431	CUBE GRAPHICS
Serial Number:	72227508	KEY
Serial Number:	71509602	DELAGOLD
Serial Number:	73301050	KEY IMPERIAL
Serial Number:	74307636	POLAR KING
Serial Number:	72030841	RED-WHITE-BLUE
Serial Number:	73498895	SADDLE KING

Serial Number:	74017668	SADDLE KING WESTERN
Serial Number:	74673818	SADDLE KING WESTERN BY KEY
Serial Number:	75934987	TECHNO-TOUGH
Serial Number:	71583701	TUF NUT
Serial Number:	71583700	TUF-NUT
Serial Number:	72043860	TUF-NUT
Serial Number:	75473596	WOLF MOUNTAIN
Serial Number:	75473562	WOLF MOUNTAIN BY KEY
Serial Number:	74648631	WOLF MOUNTAIN HUNTINGWEAR BY KEY
Serial Number:	73301051	KEY "IMPERIAL" - ARISTOCRAT OF OVERALLS
Serial Number:	75083554	RITEPOINT
Serial Number:	73488359	ADTREND
Serial Number:	72222417	EMBASSY
Serial Number:	72222420	FINE-RITER
Serial Number:	72296454	MAXIM-AD
Serial Number:	72259966	R
Serial Number:	73622359	SUPRA
Serial Number:	74717854	TRI-AD PLUS
Serial Number:	76514525	NORWOOD
Serial Number:	74342806	AUI
Serial Number:	74280207	PILLOWLINE
Serial Number:	74712963	SENTRY PACK
Serial Number:	75056027	STYLE-RITE
Serial Number:	76573657	KOOZIE
Serial Number:	74726561	MOBILE MUG
Serial Number:	75200817	CYBERLINE
Serial Number:	73689448	KOOZIE KUP
Serial Number:	75871567	HEMISPHERE
Serial Number:	78026840	NOVA
Serial Number:	72222415	BUTTERBALL
Serial Number:	72185267	CHROMATIC
Serial Number:	73155223	B
Serial Number:	74320522	DASHMATE

CORRESPONDENCE DATA

Fax Number: (212)836-6506
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-836-7091
Email: lbernstein@kayescholer.com
Correspondent Name: Lauren M. Bernstein, Esq.
Address Line 1: 425 Park Avenue
Address Line 2: c/o Kaye Scholer LLP
Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Johanne R. Remy
Signature:	/s/ Johanne R. Remy
Date:	07/01/2005

Total Attachments: 12
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ASSIGNMENT OF GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, **U.S. BANK NATIONAL ASSOCIATION**, with principal offices at US Bancorp Center, 800 Nicollet Mall, 22nd Floor, Minneapolis, MN 55402, as resigning administrative agent (in such capacity, the "Original Grantee") for certain lenders (the "Lenders") hereby assigns to **THE BANK OF NEW YORK**, as successor to the interest of Original Grantee, with principal offices at 600 East Las Colinas Blvd., Suite 1300, Irving, Texas 75039 (in such capacity, the "Successor Grantee"), all of its right, title and interest in, to and under that certain Second Amended and Restated Security Agreement dated as of August 16, 2004 (the "Granting Agreement"), among Original Grantee, **NORWOOD PROMOTIONAL PRODUCTS, INC.**, a Delaware corporation with its principal office at 10 W. Market Street, Suite 1400, Indianapolis, Indiana 46204 (the "Assignor"), and others, granting, among other things, a collateral security interest in those trademarks set forth on Schedule A attached hereto and recorded in the United States Patent and Trademark Office.

The Assignor hereby acknowledges and agrees that after giving effect to this Assignment, the security interests and assignments previously granted by Assignor in favor of Original Grantee in its capacity as administrative agent for the benefit of the Lenders, pursuant to the Granting Agreement shall continue in full force and effect for the benefit of Successor Grantee in its capacity as administrative agent for the benefit of the Lenders, and Assignor hereby reaffirms all of such security interest grants and assignments and its obligations under the Granting Agreement.

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Grant of Security Interests in United States Trademarks as of the 15th day of June, 2005.

ASSIGNOR:

NORWOOD PROMOTIONAL PRODUCTS, INC.

By: Julie Beck
Name: Julie Beck
Title: CFO

ORIGINAL GRANTEE:

U.S. BANK NATIONAL ASSOCIATION, as resigning Administrative Agent

By:_____
Name:
Its Duly Authorized Signatory

SUCCESSOR GRANTEE:

THE BANK OF NEW YORK

By:_____
Name:
Its Duly Authorized Signatory

TRADEMARK
REEL: 003115 FRAME: 0769

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Grant of Security Interests in United States Trademarks as of the 15th day of June, 2005.

ASSIGNOR:

NORWOOD PROMOTIONAL PRODUCTS, INC.

By: Julie Beck
Name: Julie Beck
Title: CFO

ORIGINAL GRANTEE:

U.S. BANK NATIONAL ASSOCIATION, as resigning Administrative Agent

By:_____
Name:
Its Duly Authorized Signatory

SUCCESSOR GRANTEE:

THE BANK OF NEW YORK

By:_____
Name:
Its Duly Authorized Signatory

TRADEMARK
REEL: 003115 FRAME: 0770

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Grant of Security Interests in United States Trademarks as of the 15th day of June, 2005.

ASSIGNOR:

NORWOOD PROMOTIONAL PRODUCTS, INC.

By:_____
Name:
Title:

ORIGINAL GRANTEE:

U.S. BANK NATIONAL ASSOCIATION, as resigning Administrative Agent

By: Karen D. Myers
Name: Karen D. Myers
Its Duly Authorized Signatory.
Karen D. Myers
Senior Vice President

SUCCESSOR GRANTEE:

THE BANK OF NEW YORK

By:_____
Name:
Its Duly Authorized Signatory

TRADEMARK
REEL: 003115 FRAME: 0771

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Grant of Security Interests in United States Trademarks as of the 15th day of June, 2005.

ASSIGNOR:

NORWOOD PROMOTIONAL PRODUCTS, INC.

By:_____
Name:
Title:

ORIGINAL GRANTEE:

U.S. BANK NATIONAL ASSOCIATION, as resigning Administrative Agent

By:_____
Name:
Its Duly Authorized Signatory

SUCCESSOR GRANTEE:

THE BANK OF NEW YORK

By:_____
Name: Francis B. Casanova, II
Vice President
Its Duly Authorized Signatory

TRADEMARK
REEL: 003115 FRAME: 0772

Schedule A

Trademark Collateral

FEDERAL TRADEMARKS

OWNER	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Advertising Unlimited, Inc.	Bandage dispenser design	2542025	75255801
Advertising Unlimited, Inc.	FALCO	2379179	75721398
Advertising Unlimited, Inc.	FALCO	2389593	75721397
Advertising Unlimited, Inc.	FALCO (STYLIZED)	2379178	75721395
Advertising Unlimited, Inc.	FEATHERSTONE	2357698	75783859
Advertising Unlimited, Inc.	ADVERTISING UNLIMITED	2240955	75095280
Advertising Unlimited, Inc.	WASHBURN LABORATORIES	2208965	75386453
Advertising Unlimited, Inc.	THE TRIUMPH LINE	1209674	73286492
Advertising Unlimited, Inc.	ADVERTISING UNLIMITED	2333457	75095231
Advertising Unlimited, Inc.	A W & DESIGN	2198368	75367113
Advertising Unlimited, Inc.	STYLE-RITE	1522588	73701558
Advertising Unlimited, Inc.	SUPERIOR GIFT LINE	512591	71556340
Air-Tex Corporation	DESIGNER LINE	1441604	73625707
Air-Tex Corporation	THAT'S MY BAG	1092806	73090034
Air-Tex Corporation	A & design	2377241	75716069
Air-Tex Corporation	A & design	2332960	75716070
Air-Tex Corporation	AIR-TEX (stylized)	2397352	75716071
Air-Tex Corporation	AIR-TEX (stylized)	2332968	75716577
Artmold Products Corporation	R.O.N. KIT REMAIN OVERNITE & DESIGN	767699	72168798
ArtMold Products Corporation	THE TOPPER (STYLIZED)	1260967	73398051
ArtMold Products Corporation	THE ACTION LINE	1574781	73671656
ArtMold Products Corporation	GOLFERS 911	1975196	74455800

TRADEMARK
REEL: 003115 FRAME: 0773

OWNER	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
ArtMold Products Corporation	ALL ACTION ALL YEAR LONG	2426189	75662173
BA Acquisition, Inc.	TOTTY BAG (STYLIZED)	747431	72142164
BA Acquisition, Inc.	BA & DESIGN	839622	72255203
BA Acquisition, Inc.	AIR TEX	1003874	72379914
Barlow Promotional Products, Inc.	BARLOW	837694	72257972
Barlow Promotional Products, Inc.	BARLOW	1502777	73575443
Barlow Promotional Products, Inc.	SALM	1641027	73804167
Barlow Promotional Products, Inc.	BTS	2036881	75039339
Barlow Promotional Products, Inc.	TIMESQUARE	2415138	75628880
Duratec Corporation	DURATEC	2407992	75695986
Duratec Corporation	LOGO-DOME	2423824	75546076
Duratec Corporation	MICROTEC	2502968	75872359
Gerber Industries, Ltd.	SPORTSTAR	2226769	75324729
Gerber Industries, Ltd.	HUFFER	1035231	73024388
Janesville Group Limited	CUT 'N PICKER	1340135	73452756
Janesville Group Limited	WHEN IMAGE IS EVERYTHING	2538411	78/069234
Janesville Group Limited	DASH-CASH	1044189	73062600
Janesville Group Ltd.	CARGO	1533953	73733046
Janesville Group Ltd.	SLIM SET	1553492	73733052
Key Industries, Inc.	DESIGN	1727717	74141090
Key Industries, Inc.	CUBE GRAPHICS & DESIGN	1413837	73558431
Key Industries, Inc.	KEY	819933	72227508

OWNER	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Key Industries, Inc.	KEY "IMPERIAL" ARISTOCRAT OF OVERALLS (STYLIZED)	542701	71509602
Key Industries, Inc.	KEY IMPERIAL & DESIGN	1196866	73301050
Key Industries, Inc.	POLAR KING	2082680	74307636
Key Industries, Inc.	RED-WHITE-BLUE & DESIGN	670636	72030841
Key Industries, Inc.	SADDLE KING	1369126	73498895
Key Industries, Inc.	SADDLE KING WESTERN	1615828	74017668
Key Industries, Inc.	SADDLE KING WESTERN BY KEY & DESIGN	1965655	74673818
Key Industries, Inc.	TECHNO-TOUGH	2559881	75934987
Key Industries, Inc.	TUF NUT & DESIGN	536624	71583701
Key Industries, Inc.	TUF NUT (STYLIZED)	536623	71583700
Key Industries, Inc.	TUF-NUT (STYLIZED)	669330	72043860
Key Industries, Inc.	WOLF MOUNTAIN	2255489	75473596
Key Industries, Inc.	WOLF MOUNTAIN BY KEY & DESIGN	2378461	75473562
Key Industries, Inc.	WOLF MOUNTAIN HUNTINGWEAR BY KEY & DESIGN	2089602	74648631
Key Industries, Inc.	KEY "IMPERIAL" - ARISTOCRAT OF OVERALLS & DESIGN	1197997	73301051

OWNER	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Norwood Operating Company	RITEPOINT	2098870	75083554
Norwood Operating Company	ADTREND & DESIGN	1338485	73488359
Norwood Operating Company	EMBASSY	811049	72222417
Norwood Operating Company	FINE-RITER	810610	72222420
Norwood Operating Company	MAXIM-AD	866390	72296454
Norwood Operating Company	R & DESIGN	837152	72259966
Norwood Operating Company	SUPRA	1465391	73622359
Norwood Operating Company	TRI-AD-PLUS	2047162	74717854
Norwood Promotional Products, Inc.	NORWOOD		76514525
Norwood Promotional Products, Inc.	AUI	2006473	74342806
Norwood Promotional Products, Inc.	PILLOWLINE	1754165	74280207
Norwood Promotional Products, Inc.	SENTRY PACK & DESIGN	1987179	74712963
Norwood Promotional Products, Inc.	STYLE-RITE	2028873	75056027

OWNER	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Norwood Promotional Products, Inc.	KOOZIE		76573657
Radio Cap Company	MOBILE MUG (STYLIZED)	1996968	74726561
Radio Cap Company, Inc.	CYBERLINE	2123466	75200817
Radio Cap Company, Inc.	KOOZIE KUP (STYLIZED)	1489383	73/689448
Radio Cap Company, Inc.	HEMISPHERE	2505415	75871567
Radio Cap Corporation	NOVA & DESIGN	2545094	78026840
Souvenir, Inc.	BUTTERBALL	809569	72222415
Souvenir, Inc.	CHROMATIC	783232	72185267
Souvenir, Inc.	B	1175085	73155223
Williams Industries, Inc.	DASHMATE	1857272	74320522

INTERNATIONAL TRADEMARKS

OWNER	TERRITORY	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Norwood Promotional Products, Inc.	Taiwan	NORWOOD		92065654
Norwood Promotional Products, Inc.	Philippines	NORWOOD		4-2003-0010461
Norwood Promotional Products, Inc.	Panama	NORWOOD		131781-01

TRADEMARK
REEL: 003115 FRAME: 0777

OWNER	TERRITORY	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Norwood Promotional Products, Inc.	Mexico	NORWOOD		629661
Norwood Promotional Products, Inc.	Mexico	KOOZIE		663597
Norwood Promotional Products, Inc.	Madrid	NORWOOD	820262	Z1230067
Norwood Promotional Products, Inc.	India	NORWOOD		1249659
ArtMold Products Corporation	Canada	ACTION LINE	TMA339029	584733
ArtMold Products Corporation	Canada	THE ACTION LINE	TMA342226	588190
Norwood Promotional Products, Inc.	Canada	KOOZIE		1217362
Norwood Promotional Products, Inc.	Canada	NORWOOD		1196021

OWNER	TERRITORY	TRADEMARK	REGISTRATION NO.	APPLICATION NO.
Norwood Promotional Products, Inc.	Brazil	NORWOOD		826059112
Norwood Promotional Products, Inc.	Australia	NORWOOD	820262	995652

U.S. STATE REGISTRATIONS

OWNER	STATE	TRADEMARK	REGISTRATION NO.
Barlow Specialty Advertising	Minnesota	SALM	13,622
Advertising Unlimited, Inc.	Montana	BALM ARGENTA	T,003,215
Artmold Products Corporation	Wisconsin	TEE OFF ENTERPRISES	WI3000043997
Janesville Group Limited	Wisconsin	EMPHASIS	WI30000002546