TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Agent		07/15/2005	National Banking Association:

RECEIVING PARTY DATA

Name:	PORTRAIT CORPORATION OF AMERICA, INC.
Street Address:	815 Matthews-Mint Hill Road
City:	Matthews
State/Country:	NORTH CAROLINA
Postal Code:	28105
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2687022	GOPORTRAITS

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CORRESPONDENCE DATA

Fax Number: (415)268-7522
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 415 268 6538
Email: rlal@mofo.com
Correspondent Name: Jennifer Lee Taylor
Address Line 1: Morrison & Foerster LLP, 425 Market St.
Address Line 4: San Francisco, CALIFORNIA 94105-2482

NAME OF SUBMITTER:	Jennifer Lee Taylor
Signature:	/Jennifer Lee Taylor/
Date:	07/22/2005

Total Attachments: 2
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RELEASE OF SECURITY INTEREST

WHEREAS, PORTRAIT CORPORATION OF AMERICA, INC. granted BANK OF AMERICA, N.A., as Agent (the "Lender"), liens on and security interests in and to the trademark (the "Trademark");

WHEREAS, notices of the security interests were recorded with the United States Patent and Trademark Office on March 30, 2005 at Trademark Reel 003055, Frame 0529;

WHEREAS, the Lender desires to cancel and terminate all of its liens and security interests on or against the Trademark;

WHEREAS, PORTRAIT CORPORATION OF AMERICA, INC. has satisfied and fulfilled all of its obligations for the cancellation and termination of such liens and security interests.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, the Lender hereby releases unto PORTRAIT CORPORATION OF AMERICA, INC., effective as of the date hereof, all liens and security interests in and to following Trademark, together with the goodwill associated with the foregoing, all books and records relating to the Trademark or products involving the Trademarks and any and all proceeds thereof, and any interest ever possessed by the Lender in any claims by PORTRAIT CORPORATION OF AMERICA, INC. against third parties for infringement of the Trademark and the proceeds therefrom and licensing royalties:

Registration Number: 2687022 Mark: GOPORTRAITS

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IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby, has executed this instrument as of July 15, 2005.

BANK OF AMERICA, N.A., as Agent

By: Bruce M McCormick
Name: Bruce M. McCormick
Title: Senior Vice President

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