

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the incorrect listing of Registration 2,444,748 on the Grant of Security Interest previously recorded on Reel 003274 Frame 0751. Assignor(s) hereby confirms the Security Interest of CIGPF I Corp, As Agent should be removed from Reg. No. 2,444,748.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fingerhut Direct Marketing, Inc.		03/22/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	CIGPF I Corp., as Agent
Street Address:	390 Greenwich Street, 4th Floor
Internal Address:	c/o Citigroup Global Markets, Inc.
City:	New York
State/Country:	NEW YORK
Postal Code:	10013
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2444748	IN A FLASH

CORRESPONDENCE DATA

Fax Number: (916)329-4900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 415-773-5700
 Email: lpartmann@orrick.com, zfinley@orrick.com
 Correspondent Name: Zachary S. Finley
 Address Line 1: 405 Howard Street
 Address Line 2: Orrick, Herrington & Sutcliffe LLP
 Address Line 4: San Francisco, CALIFORNIA 94105-2669

ATTORNEY DOCKET NUMBER:	10613-31/1640
NAME OF SUBMITTER:	Zachary S. Finley

CH \$40.00 2444748

Signature:	/Zachary S. Finley/
Date:	06/06/2006
Total Attachments: 14 source=Correction_Document#page1.tif source=Correction_Document#page2.tif source=Correction_Document#page3.tif source=Correction_Document#page4.tif source=Correction_Document#page5.tif source=Correction_Document#page6.tif source=Correction_Document#page7.tif source=Correction_Document#page8.tif source=Correction_Document#page9.tif source=Correction_Document#page10.tif source=Correction_Document#page11.tif source=Correction_Document#page12.tif source=Correction_Document#page13.tif source=Correction_Document#page14.tif	

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

MARCH 22, 2006

PTAS

900044885AZACHARY S. FINLEY
405 HOWARD STREET
ORRICK, HERRINGTON & SUTCLIFFE LLP
SAN FRANCISCO, CA 94105-2669

900044885A

UNITED STATES PATENT AND TRADEMARK OFFICE
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RECORDATION DATE: 03/22/2006

REEL/FRAME: 003274/0751
NUMBER OF PAGES: 9BRIEF: SECURITY INTEREST
DOCKET NUMBER: 10613-31/1640ASSIGNOR:
FINGERHUT DIRECT MARKETING, INC.DOC DATE: 03/22/2006
CITIZENSHIP: DELAWARE
ENTITY: CORPORATIONASSIGNOR:
FINGERHUT FULFILLMENT, INC.DOC DATE: 03/22/2006
CITIZENSHIP: DELAWARE
ENTITY: CORPORATIONASSIGNEE:
CIGPF I CORP., AS AGENT
390 GREENWICH STREET, 4TH FLOOR
C/O CITIGROUP GLOBAL MARKETS, INC.
NEW YORK, NEW YORK 10013CITIZENSHIP: NEW YORK
ENTITY: CORPORATION

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APPLICATION NUMBER: 78545829 FILING DATE: 01/11/2005
REGISTRATION NUMBER: ISSUE DATE:

MARK: BAKER HILL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78550727 FILING DATE: 01/20/2005
REGISTRATION NUMBER: ISSUE DATE:

MARK: COUNTRY BEAR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78533161 FILING DATE: 12/15/2004
REGISTRATION NUMBER: ISSUE DATE:

MARK: FINGERHUT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78532207 FILING DATE: 12/14/2004
REGISTRATION NUMBER: 3020977 ISSUE DATE: 11/29/2005

MARK: ACCESS TO BETTER LIVING
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 76040531 FILING DATE: 05/04/2000
REGISTRATION NUMBER: 2453125 ISSUE DATE: 05/22/2001

MARK: AL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75406940 FILING DATE: 12/17/1997
REGISTRATION NUMBER: 2274991 ISSUE DATE: 08/31/1999

MARK: BACKYARD LIVING
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73701228 FILING DATE: 12/14/1987
REGISTRATION NUMBER: 1505333 ISSUE DATE: 09/20/1988

MARK: CAREFREE LIVING
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75980599 FILING DATE: 08/15/1997
REGISTRATION NUMBER: 2489361 ISSUE DATE: 09/11/2001

MARK: CHEF'S MARK
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75341842 FILING DATE: 08/15/1997
REGISTRATION NUMBER: 2645988 ISSUE DATE: 11/05/2002

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 75980739 FILING DATE: 08/15/1997
REGISTRATION NUMBER: 2497159 ISSUE DATE: 10/09/2001

MARK: CHEF'S MARK PREFERRED QUALITY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75341494 FILING DATE: 08/15/1997
REGISTRATION NUMBER: 2659758 ISSUE DATE: 12/10/2002

MARK: CHEF'S MARK PREFERRED QUALITY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 73571696 FILING DATE: 12/05/1985
REGISTRATION NUMBER: 1401719 ISSUE DATE: 07/15/1986

MARK: CORNER SHOP
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76172068 FILING DATE: 11/28/2000
REGISTRATION NUMBER: 2782394 ISSUE DATE: 11/11/2003

MARK: COUNTRY BEAR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75638137 FILING DATE: 02/10/1999
REGISTRATION NUMBER: 2398630 ISSUE DATE: 10/24/2000

MARK: DIGITAL ZONE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76239983 FILING DATE: 04/12/2001
REGISTRATION NUMBER: 2655853 ISSUE DATE: 12/03/2002

MARK: FALL BIG BOOK
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75499505 FILING DATE: 06/10/1998
REGISTRATION NUMBER: 2352633 ISSUE DATE: 05/23/2000

MARK: FASHION JEWELRY BAZAAR
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 72465973 FILING DATE: 08/20/1973
REGISTRATION NUMBER: 999881 ISSUE DATE: 12/17/1974

MARK: FINGERHUT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 72428394
REGISTRATION NUMBER: 973080

FILING DATE: 06/26/1972
ISSUE DATE: 11/13/1973

MARK: FINGERHUT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 76010637
REGISTRATION NUMBER: 2523477

FILING DATE: 03/27/2000
ISSUE DATE: 12/25/2001

MARK: FINGERHUT HOME

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74147437
REGISTRATION NUMBER: 1724645

FILING DATE: 03/13/1991
ISSUE DATE: 10/13/1992

MARK: GATE ONE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74147438
REGISTRATION NUMBER: 1722969

FILING DATE: 03/13/1991
ISSUE DATE: 10/06/1992

MARK: GATE ONE LUGGAGE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75719834
REGISTRATION NUMBER: 2368354

FILING DATE: 06/03/1999
ISSUE DATE: 07/18/2000

MARK: GOLD KEY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75699395
REGISTRATION NUMBER: 2503225

FILING DATE: 05/07/1999
ISSUE DATE: 10/30/2001

MARK: GOOD DEALS, GREAT BUYS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75498298
REGISTRATION NUMBER: 2386204

FILING DATE: 06/08/1998
ISSUE DATE: 09/12/2000

MARK: HOLIDAY BIG BOOK

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75838383
REGISTRATION NUMBER: 2967344

FILING DATE: 11/02/1999
ISSUE DATE: 07/12/2005

MARK: HOME DEALS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75492755

FILING DATE: 05/28/1998

MARK: IN A FLASH

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75251786
REGISTRATION NUMBER: 2333507FILING DATE: 03/04/1997
ISSUE DATE: 03/21/2000

MARK: INSTANT FIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 75979831
REGISTRATION NUMBER: 2411462FILING DATE: 08/15/1997
ISSUE DATE: 12/05/2000

MARK: LIFE MAX

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74709163
REGISTRATION NUMBER: 2099973FILING DATE: 07/31/1995
ISSUE DATE: 09/23/1997

MARK: LIFE MAX

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75978794
REGISTRATION NUMBER: 2312598FILING DATE: 08/15/1997
ISSUE DATE: 01/25/2000

MARK: LIFE MAX

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501299
REGISTRATION NUMBER: 2540809FILING DATE: 06/12/1998
ISSUE DATE: 02/19/2002

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501267
REGISTRATION NUMBER: 2358444FILING DATE: 06/12/1998
ISSUE DATE: 06/13/2000

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501265
REGISTRATION NUMBER: 2438921FILING DATE: 06/12/1998
ISSUE DATE: 03/27/2001

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501258
REGISTRATION NUMBER: 2513010FILING DATE: 06/12/1998
ISSUE DATE: 11/27/2001

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501266 FILING DATE: 06/12/1998
REGISTRATION NUMBER: 2438922 ISSUE DATE: 03/27/2001

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501272 FILING DATE: 06/12/1998
REGISTRATION NUMBER: 2476139 ISSUE DATE: 08/07/2001

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 75738979 FILING DATE: 06/29/1999
REGISTRATION NUMBER: 2366241 ISSUE DATE: 07/11/2000

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501273 FILING DATE: 06/12/1998
REGISTRATION NUMBER: 2444758 ISSUE DATE: 04/17/2001

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501259 FILING DATE: 06/12/1998
REGISTRATION NUMBER: 2358443 ISSUE DATE: 06/13/2000

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75501274 FILING DATE: 06/12/1998
REGISTRATION NUMBER: 2358445 ISSUE DATE: 06/13/2000

MARK: OUTDOOR SPIRIT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74414587 FILING DATE: 07/16/1993
REGISTRATION NUMBER: 1931994 ISSUE DATE: 10/31/1995

MARK: QA QUALITY ASSURED

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 74138822 FILING DATE: 02/13/1991
REGISTRATION NUMBER: 1693689 ISSUE DATE: 06/09/1992

MARK: ROOMS FOR LIVING

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75397546
REGISTRATION NUMBER: 2601356

FILING DATE: 12/01/1997
ISSUE DATE: 07/30/2002

MARK: SENSOMA

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75457034
REGISTRATION NUMBER: 2279009

FILING DATE: 03/25/1998
ISSUE DATE: 09/21/1999

MARK: SPORTS CENTRAL

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75659741
REGISTRATION NUMBER: 2476310

FILING DATE: 03/12/1999
ISSUE DATE: 08/07/2001

MARK: SPRING BIG BOOK

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 75981566
REGISTRATION NUMBER: 2579749

FILING DATE: 08/15/1997
ISSUE DATE: 06/11/2002

MARK: ST. CROIX COLORS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75341826
REGISTRATION NUMBER: 2681467

FILING DATE: 08/15/1997
ISSUE DATE: 01/28/2003

MARK: ST. CROIX COLORS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75981028
REGISTRATION NUMBER: 2530650

FILING DATE: 08/15/1997
ISSUE DATE: 01/15/2002

MARK: ST. CROIX COLORS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75341622
REGISTRATION NUMBER: 2552910

FILING DATE: 08/15/1997
ISSUE DATE: 03/26/2002

MARK: ST. CROIX COLORS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75668055
REGISTRATION NUMBER: 2496775

FILING DATE: 03/25/1999
ISSUE DATE: 10/09/2001

MARK: SUITE LUXURIES

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74376304

FILING DATE: 04/05/1993

MARK: SUPER CHEF

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73051598

FILING DATE: 05/07/1975

REGISTRATION NUMBER: 1037297

ISSUE DATE: 04/06/1976

MARK: SUPER CHEF

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75651672

FILING DATE: 03/02/1999

REGISTRATION NUMBER: 2329075

ISSUE DATE: 03/14/2000

MARK: TAKE TIME FOR KIDS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75541585

FILING DATE: 08/24/1998

REGISTRATION NUMBER: 2315853

ISSUE DATE: 02/08/2000

MARK: THE ACCENT'S ON OUTERWEAR

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 75529059

FILING DATE: 07/28/1998

REGISTRATION NUMBER: 2363151

ISSUE DATE: 06/27/2000

MARK: THE COOK'S BOOK

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75526973

FILING DATE: 07/28/1998

REGISTRATION NUMBER: 2363143

ISSUE DATE: 06/27/2000

MARK: THE COOK'S BOOK

DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 75731771

FILING DATE: 06/18/1999

REGISTRATION NUMBER: 2435895

ISSUE DATE: 03/13/2001

MARK: TREASURE CREEK

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

MARCUS KIRK, EXAMINER
ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of March ~~22~~ 2006, is executed by Fingerhut Direct Marketing, Inc., a Delaware corporation ("Borrower") and Fingerhut Fulfillment, Inc. (collectively, "Grantors"), in favor of CIGPF I Corp., a New York corporation, as Agent for the Lenders referenced below ("Agent").

A. Pursuant to that certain Warehouse Loan Agreement, dated as of February 24, 2004, (as amended, modified, supplemented or restated from time to time, the "Loan Agreement"), by and among Borrower, the lenders party thereto from time to time (collectively, the "Lenders") and the Agent, the Lenders have agreed to extend loans to Borrower for the purposes, and on the terms and subject to the conditions, set forth in the Loan Agreement.

B. The Lenders' obligations to extend the Loans to Borrower under the Loan Agreement are subject, among other conditions, to receipt by Agent of this Grant of Security Interest, duly executed by each Grantor.

C. Each Grantor has adopted, used and is using the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto and made a part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks").

D. Each Grantor has entered into the Security Agreement (Intellectual Property) dated as of February 24, 2004 (as amended, modified, supplemented, ratified or restated from time to time, the "IP Security Agreement") with Agent on behalf of the Lenders.

E. Pursuant to the IP Security Agreement, each Grantor has granted to Agent on behalf of the Lenders a security interest in all right, title and interest of such Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the IP Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby further grant to the Agent on behalf of the Lenders a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the Collateral granted hereby are more fully set forth in the IP Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

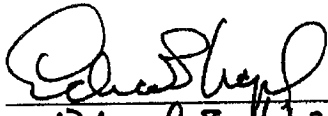
Agent's address is:

CIGPF I Corp.
c/o Citigroup Global Markets, Inc.
390 Greenwich Street, 4th Floor
New York, NY 10013
Attention: Ari Rosenberg


[Signature page follows.]

IN WITNESS WHEREOF, each Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

**FINGERHUT DIRECT MARKETING, INC., a
Delaware corporation**

By: 
Name: Edward S. Wozniak
Title: CFO

**FINGERHUT FULFILLMENT, INC., a
Delaware corporation**

By: 
Name: Edward S. Wozniak
Title: CFO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

<u>Trademark / Servicemark</u>	<u>Reg. No.</u>
ACCESS TO BETTER LIVING	3,020,977
AL AND DESIGN	2,453,125
BACKYARD LIVING	2,274,991
CAREFREE LIVING	1,505,333
CHEF'S MARK	2,489,361
CHEF'S MARK	2,645,988
CHEF'S MARK PREFERRED QUALITY & DESIGN	2,497,159
CHEF'S MARK PREFERRED QUALITY & DESIGN	2,659,758
CORNER SHOP	1,401,719
COUNTRY BEAR	2,782,394
DIGITAL ZONE	2,398,630
FALL BIG BOOK	2,655,853
Fashion Jewelry Bazaar	2,352,633
FINGERHUT	999,881
FINGERHUT	973,080
FINGERHUT HOME	2,523,477
GATE ONE (AND DESIGN)	1,724,645
GATE ONE LUGGAGE (AND DESIGN)	1,722,969
GOLD KEY	2,368,354
GOOD DEALS, GREAT BUYS	2,503,225
HOLIDAY BIG BOOK	2,386,204
HOME DEALS	2,967,344
In A Flash	2,444,748
Instant Fit	2,333,507
LIFE MAX	2,411,462
LIFE MAX	2,099,973
Life Max	2,312,598
OUTDOOR SPIRIT	2,540,809
OUTDOOR SPIRIT	2,358,444
OUTDOOR SPIRIT	2,438,921
OUTDOOR SPIRIT	2,513,010
OUTDOOR SPIRIT	2,438,922
OUTDOOR SPIRIT	2,476,139
OUTDOOR SPIRIT	2,366,241

OUTDOOR SPIRIT	2,444,758
OUTDOOR SPIRIT	2,358,443
Outdoor Spirit	2,358,445
QA Quality Assured & Design	1,931,994
ROOMS FOR LIVING	1,693,689
SENSOMA	2,601,356
Sports Central	2,279,009
SPRING BIG BOOK	2,476,310
ST. CROIX COLORS	2,579,749
ST. CROIX COLORS	2,681,467
ST. CROIX COLORS AND DESIGN	2,530,650
ST. CROIX COLORS AND DESIGN	2,552,910
SUITE LUXURIES	2,496,775
SUPER CHEF	1,933,548
Super Chef	1,037,297
Take Time For Kids	2,329,075
The Accent's on Outerwear	2,315,853
THE COOK'S BOOK	2,363,151
THE COOK'S BOOK (STYLIZED)	2,363,143
TREASURE CREEK	2,435,895

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

Mark	Serial Number
BAKER HILL	78/545,829
COUNTRY BEAR	78/550,727
FINGERHUT	78/533,161

DOCSSF1:872828.3