

04-27-2007

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (e)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office



103399816

HEET

TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

Re
RIP
APR 20 2007
PATENT & TRADEMARK OFFICE

1. Name of conveying party(ies):

AMC, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Georgia
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) July 18, 2006

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes

No

Name: Wachovia Bank, National Association

Internal Commercial Real Estate Services

Address: VRP-4NC1075

Street Address: 8739 Research Drive

City: Charlotte

State: North Carolina

Country: USA Zip: 28262

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship _____

Other National Association Citizenship US

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

See Exhibit A Attached

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

See Exhibit A Attached

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Eric Holland, Esq.

Internal Address: Cadwalader, Wickersham & Taft LLP

Street Address: 1201 F. Street, N.W. Suite 1100

City: Washington

State: District of Columbia Zip: 20004

Phone Number: (202) 862-2349

Fax Number: (202) 862-2400

Email Address: eric.holland@cwtt.com

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Malcolm Lowe
Signature

April 3, 2007
Date

Malcolm Lowe (Paralegal)
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

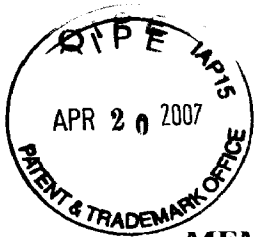
OPR/FINANCE
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75.00 DP
04/05/2007 MIA
01 FEB 05 21
02 FEB 05 22

TRADEMARK
REEL: 003534 FRAME: 0151

AMC, INC.

LIST OF NEW TRADEMARK APPLICATIONS

AMERICASMART'S CASUAL LIVING & HOME DECOR MARKET	USA	76671138	8-Jan-07			Pending	AMC, INC.	42	Providing facilities for exhibitions, namely, providing permanent and temporary showrooms to exhibitors for the sale of garden products and indoor and outdoor decorative accessories to wholesale buyers.
FLORIDA IMMEDIATE DELIVERY SHOW	USA	76671082	5-Jan-07			Pending	AMC, INC.	35	Arranging and conducting trade shows in the fields of gifts and home furnishings.
THE ATLANTA INTERNATIONAL FINE LINEN & HOME TEXTILES MARKET	USA	76664733	16-Aug-06			Pending	AMC, INC.	35	Arranging and conducting trade shows in the field of linens, textiles, fabrics and rugs.
TO SEE THE FUTURE, LOOK HERE	USA	76671080	5-Jan-07			Pending	AMC, INC.	35	Organizing, arranging, and conducting trade shows in the fields of gifts, apparel, home furnishings, and related merchandise.



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 July 18, 2006 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), AMC, INC., a Georgia corporation (the "Assignor"), has granted to WACHOVIA BANK, NATIONAL ASSOCIATION, as agent for certain lenders, 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 "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: July 18, 2006
Very truly yours,

AMC, Inc.

By _____
Name:
Title:

ACKNOWLEDGED BY:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Assignee

By 
Name: Robert A. Verrone
Title: Managing Director

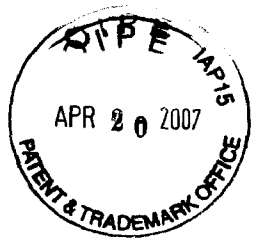
AMC, INC.

LIST OF NEW TRADEMARK APPLICATIONS

MARK	COUNTRY	APP. NO.	APP. DATE	REG. NO.	REG. DATE	STATUS	OWNER	CLASS	GOODS AND SERVICES
AMERICASMART'S CASUAL LIVING & HOME DECOR MARKET	USA	76671138	8-Jan-07			Pending	AMC, INC.	42	Providing facilities for exhibitions, namely, providing permanent and temporary showrooms to exhibitors for the sale of garden products and indoor and outdoor decorative accessories to wholesale buyers.
FLORIDA IMMEDIATE DELIVERY SHOW	USA	76671082	5-Jan-07			Pending	AMC, INC.	35	Arranging and conducting trade shows in the fields of gifts and home furnishings.
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TRADEMARK

REEL: 003534 FRAME: 0154



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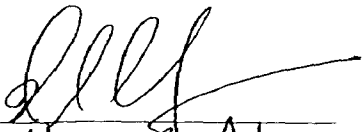
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Dated: July 18, 2006
Very truly yours,

AMC, Inc.

By 
Name: Henry G. Almgust, Jr.
Title: Executive Vice President, Treasurer
and Chief Financial Officer

ACKNOWLEDGED BY:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Assignee

By _____
Name:
Title: