

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release and Discharge of Security Interest (First Lien) in Certain Intellectual Property

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Credit Suisse, Cayman Islands Branch		02/24/2009	Banking Corporation:

RECEIVING PARTY DATA

Name:	Recycled Paper Greetings, Inc.
Street Address:	3636 N. Broadway
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60613
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1830936	RECYCLED PAPER GREETINGS
Registration Number:	1762773	WORKS OF HEART
Registration Number:	2724593	RECYCLED.COM
Registration Number:	1653076	SIMPLY SAID
Registration Number:	1692886	TOMATO CARDS
Registration Number:	1797811	TOMATO CARDS
Registration Number:	1290991	WORKS OF HEART
Registration Number:	1815545	RECYCLED PAPER GREETINGS
Registration Number:	1624168	ROCS

CORRESPONDENCE DATA

Fax Number: (212)755-7306
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-326-3717

CH \$240.00 1830936

Email: nazoubek@jonesday.com, nytef@jonesday.com
Correspondent Name: Nancy A. Zoubek, Esq., Jones Day
Address Line 1: 222 East 41st Street
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	115500-665002
NAME OF SUBMITTER:	Nancy A. Zoubek
Signature:	/Nancy A. Zoubek/
Date:	02/25/2009

Total Attachments: 7

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**RELEASE AND DISCHARGE OF SECURITY INTEREST
IN CERTAIN INTELLECTUAL PROPERTY**

THIS RELEASE AND DISCHARGE OF SECURITY INTEREST IN CERTAIN INTELLECTUAL PROPERTY (this “First Lien IP Security Interest Release and Discharge”), effective as of February 24, 2009, is made by Credit Suisse, Cayman Islands Branch, as administrative agent and collateral agent under the First Lien Credit Agreement (as defined below) (in such capacity, the “Collateral Agent”) on its own behalf and on behalf of other credit parties to the First Lien Credit Agreement (collectively, the “Secured Parties”) in favor of RPG Holdings, Inc., a Delaware corporation (“Holdings”), and Recycled Paper Greetings, Inc. (formerly known as RPG Acquisition Corp.), an Illinois corporation (“Borrower”). Terms used herein but not defined herein have the meanings ascribed to them in the First Lien IP Security Agreement (as defined below).

PRELIMINARY STATEMENTS.

WHEREAS, Holdings, Borrower, the Lenders from time to time party thereto and the Collateral Agent entered into that certain First Lien Credit Agreement, dated as of December 5, 2005 (the “First Lien Credit Agreement”), pursuant to which Holdings, Borrower, Recycled Paper Greetings Canada, Inc. (“RPG Canada”) and Barnyard Industries, Inc. (“Barnyard” and together with RPG Canada, Borrower and Holdings, collectively, the “Grantors”) were required to grant a security interest in certain intellectual property to secure the obligations set forth in the First Lien Credit Agreement and to enter into a First Lien Intellectual Property Security Agreement, dated as of December 5, 2005, with the Collateral Agent (the “First Lien IP Security Agreement”);

WHEREAS, pursuant to the First Lien IP Security Agreement, which was recorded with (i) the United States Patent and Trademark Office (“USPTO”), on December 15, 2005, at Reel/Frame 3211/0264 with respect to trademarks, and (ii) the United States Copyright Office (“USCO”), on December 29, 2005, at Volume 3533 Document Numbers 531-538 with respect to copyrights, the Grantors granted a security interest in all of the right, title and interest of the Grantors, in, to and under all such Intellectual Property Collateral including without limitation the Trademarks, Patents and Copyrights, to secure the payment and performance in full of the obligations (set forth in the First Lien Credit Agreement and First Lien IP Security Agreement); and

WHEREAS, the obligations have been finally and indefeasibly paid in full, and Collateral Agent and all other Lenders have agreed to release and discharge their security interest in the Intellectual Property Collateral in full, including without limitation, the Trademarks, Patents and Copyrights.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Collateral Agent, on its own behalf and on behalf of all other Lenders (and each of their respective successors or assigns) agrees as follows:

SECTION 1. Release and Discharge Security. Collateral Agent hereby

forever releases and discharges, on its behalf, on the behalf of all other Lenders (and each of their respective successors or assigns) and on behalf of the Grantors, the security interest in and to all of each Grantor's right, title and interest in and to all Intellectual Property Collateral, having been secured under the First Lien IP Security Agreement, including without limitation the Trademarks identified on Schedule A attached hereto, the Patents identified on Schedule B attached hereto and the Copyrights identified on Schedule C attached hereto.

SECTION 2. Recordation. Collateral Agent hereby authorizes and requests the Commissioner of Patents and Trademarks, the Register of Copyrights and any other applicable government officer to record this First Lien IP Security Interest Release and Discharge.

SECTION 3. Further Assurances. Collateral Agent hereby agrees, at the Grantors' expense, to execute such instruments and to take such other actions as any Grantor or American Greetings Corporation ("AG") may from time to time request in writing in order to terminate the security interest in the Intellectual Property Collateral, including without limitation the Trademarks, Patents and Copyrights, and otherwise to effectuate the release of the Intellectual Property Collateral, including without limitation the Trademarks, Patents and Copyrights.

SECTION 4. Authorizations. Collateral Agent hereby authorizes any Grantor, AG and any of their respective agents, attorneys or designees to file any terminations of liens with the USPTO and USCO, and to take any actions in connection therewith, and to make all other filings and registrations necessary, desirable or appropriate, in each case, in order to fully effectuate the release of any and all liens on, security interests in, and other encumbrances of, the Intellectual Property Collateral.

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IN WITNESS WHEREOF, Collateral Agent, on its behalf and on behalf of all other Lenders (and each of their respective successors or assigns) has executed this First Lien IP Security Interest Release and Discharge or caused this First Lien IP Security Interest Release and Discharge to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

CREDIT SUISSE, CAYMAN ISLANDS BRANCH,
as Collateral Agent

By: 
Name: Didier Siffer
Title: Managing Director

By: 
Name: Bryan J. Matthews
Title: Director

First Lien IP Security Interest Release and Discharge

TRADEMARKS

[See Attached]

TRADEMARKS:

Mark	Registration Number	Date Registered/Filed	Owner/Applicant
Animal Farm	1,067,684	June 14, 1977	Recycled Paper Greetings, Inc.
Recycled.com	2,724,593	June 10, 2003	Recycled Paper Greetings, Inc.
Recycled Paper Greetings (with symbol)	1,830,936	April 12, 1994	Recycled Paper Greetings, Inc.
Recycled Paper Greetings	1,815,545	January 4, 1994	Recycled Paper Greetings, Inc.
Simply Said	1,653,076	September 20, 1990	Recycled Paper Greetings, Inc.
Tomato Cards	1,692,886	June 9, 1992	Recycled Paper Greetings, Inc.
Tomato Cards (with Symbol)	1,797,811	October 12, 1993	Recycled Paper Greetings, Inc.
Works of Heart	1,290,991	August 21, 1984	Recycled Paper Greetings, Inc.
Works of Heart (in script font)	1,762,773	April 6, 1993	Recycled Paper Greetings, Inc.
ROCS (and design)	1,624,168	March 3, 1988	Recycled Paper Greetings, Inc.

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PATENTS

None.

COPYRIGHTS

[See Attached]