

TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

02/25/2009
900127941

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Release and Discharge of Security Interest 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:	3638 N. Broadway		
City:	Chicago		
State/Country:	Illinois		
Postal Code:	60613		
Entity Type:	CORPORATION: Illinois		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	1830938	RECYCLED PAPER GREETINGS	
Registration Number:	1782773	WORKS OF HEART	
Registration Number:	2724893	RECYCLED.COM	
Registration Number:	1653076	SIMPLY SAID	
Registration Number:	1892888	TOMATO CARDS	
Registration Number:	1797811	TOMATO CARDS	
Registration Number:	1290591	WORKS OF HEART	
Registration Number:	1815545	RECYCLED PAPER GREETINGS	
Registration Number:	1624168	ROCS	
Serial Number:	77252704	COMIC RELEAF	
Serial Number:	77252707	RECYCLED PAPER GREETINGS	
Serial Number:	77252698	COMIC RELEAF RECYCLED PAPER GREETINGS	
Serial Number:	77252690	RECYCLED PAPER GREETINGS	

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TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

CORRESPONDENCE DATA

Fax Number: (212)755-7306
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-326-3717
 Email: nazoubek@jonesday.com, nytaf@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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TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

EXECUTION VERSION

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

THIS RELEASE AND DISCHARGE OF SECURITY INTEREST IN CERTAIN INTELLECTUAL PROPERTY (this "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 DIP Credit Agreement (as defined below) (in such capacity, the "Collateral Agent") on its own behalf and on behalf of other credit parties to the DIP Credit Agreement (collectively, the "Secured Parties") in favor of RPG Holdings, Inc., a Delaware corporation ("Holdings"), Recycled Paper Greetings, Inc., an Illinois corporation ("RPG"), Recycled Paper Greetings Canada, Inc., an Illinois Corporation ("RPG Canada") and Barnyard Industries, Inc., an Illinois corporation ("Barnyard") and together with Holdings, RPG and RPG Canada, collectively, the "Grantors"). Terms used herein but not defined herein have the meanings ascribed to them in the IP Security Agreement (as defined below).

PRELIMINARY STATEMENTS.

WHEREAS, Grantors, the Lenders from time to time party thereto and the Collateral Agent entered into that certain Senior Secured Super-Priority Debtor-in-Possession Credit Agreement, dated as of December 30, 2008 (the "DIP Credit Agreement"), pursuant to which the Grantors were required to grant a security interest in certain intellectual property to secure the obligations set forth in the DIP Credit Agreement and to enter into a Intellectual Property Security Agreement, dated as of January 5, 2009, with the Collateral Agent (the "IP Security Agreement");

WHEREAS, pursuant to the IP Security Agreement, which (i) was recorded with the United States Patent and Trademark Office ("USPTO"), on February 12, 2009, at Reel/Frame 3935/0736 with respect to trademarks, and (ii) was sent for recordation with United States Copyright Office ("USCO"), on February 12, 2009, 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 DIP Credit Agreement and 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

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interest in and to all of each Grantor's right, title and interest in and to all Intellectual Property Collateral, in which a security interest was granted under the 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 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 the Grantors 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 IP Security Interest Release and Discharge or caused this 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

DIP IP Security Interest Release and Discharge

TO: NANCY A. ZUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

Schedule A

TRADEMARKS

[See Attached]

NYI-4161153v3

TRADEMARK
REEL: 003943 FRAME: 0593

TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

TRADEMARKS:Schedule A

Mark	Registration/Application Number	Date Registered/Filed	Owner/Applicant
Recycled Paper Greetings and design	1,830,936	04/12/94	Recycled Paper Greetings, Inc.
Works of Heart (stylized letters)	1,762,773	04/06/93	Recycled Paper Greetings, Inc.
Recycled.com	2,724,593	06/10/03	Recycled Paper Greetings, Inc.
Simply Said	1,653,076	08/06/91	Recycled Paper Greetings, Inc.
Tomato Cards	1,692,886	06/09/92	Recycled Paper Greetings, Inc.
Tomato Cards and design	1,797,811	10/12/93	Recycled Paper Greetings, Inc.
Works of Heart	1,290,991	08/21/84	Recycled Paper Greetings, Inc.
Comic Relief and design	77/252,704	08/10/07	Recycled Paper Greetings, Inc.
Recycled Paper Greetings and design	77/252,707	08/10/07	Recycled Paper Greetings, Inc.
Comic Relief Recycled Paper Greetings and design	77/252,698	08/10/07	Recycled Paper Greetings, Inc.
Recycled Paper Greetings	77/252,690	08/10/07	Recycled Paper Greetings, Inc.
Recycled Paper Greetings	1,815,545	01/04/94	Recycled Paper Greetings, Inc.
Rocs and design	1,624,168	11/20/90	Recycled Paper Greetings, Inc.
Recycled Paper Greetings	TMA668537	07/24/06	Recycled Paper Greetings, Inc.
Recycled Paper Greetings (stylized)	TMA0735251	08/16/93	Recycled Paper Greetings, Inc.
Recycled Paper Products (stylized)	TMA411424	04/23/93	Recycled Paper Greetings, Inc.

NYI-4161739v1

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Schedule B

PATENTS

None.

NYI-4161153v3

TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

Schedule C

COPYRIGHTS

[See Attached]

NYI-4161153v3

TRADEMARK
REEL: 003943 FRAME: 0596

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TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET



UNITED STATES PATENT AND TRADEMARK OFFICE

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


FEBRUARY 26, 2009

900127941

PTAS

 NANCY A. ZOUBEK, ESQ., JONES DAY
 222 EAST 41ST STREET
 NEW YORK, NY 10017

 UNITED STATES PATENT AND TRADEMARK OFFICE
 NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 900127941

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE,
 MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.
 IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE,
 YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT
 571-272-3350.

1. THE SUBMITTED ASSIGNMENT COVER SHEET IS NOT ACCEPTABLE. THE ST/CTRY OF THE RECEIVING PARTY MUST BE INDICATED ON THE COVER SHEET. AS OF JANUARY 16, 2009, TRADEMARK RULE 37 C.F.R. §3.31(A) WAS AMENDED TO ADD THE REQUIREMENT THAT THE ASSIGNMENT COVER SHEET MUST INCLUDE THE LEGAL ENTITY TYPE AND NATIONAL CITIZENSHIP (OR STATE OR COUNTRY OF ORGANIZATION) OF EACH PARTY RECEIVING THE ASSIGNMENT INTEREST. AND, IF THE PARTY RECEIVING THE ASSIGNMENT INTEREST IS A DOMESTIC PARTNERSHIP OR DOMESTIC JOINT VENTURE, THE COVER SHEET MUST STATE THE NAMES, LEGAL ENTITY TYPES, AND NATIONAL CITIZENSHIP (OR THE STATE OR COUNTRY OF ORGANIZATION) OF ALL GENERAL PARTNERS OR ACTIVE MEMBERS THAT COMPOSE

TO: NANCY A. ZOUBEK, ESQ., JONES DAY COMPANY: 222 EAST 41ST STREET

THE PARTNERSHIP OR JOINT VENTURE. 37 C.F.R. §3.31(A)(8).

LAZENA MARTIN, EXAMINER
ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

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City:	Chicago		
State/Country:	Illinois		
Postal Code:	60613		
Entity Type:	CORPORATION: Illinois		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
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Registration Number:	1853076	SIMPLY SAID	
Registration Number:	1892858	TOMATO CARDS	
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Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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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 source=Release of IP Security Agreement execution version#page1.tif source=Release of IP Security Agreement execution version#page2.tif source=Release of IP Security Agreement execution version#page3.tif source=Release of IP Security Agreement execution version#page4.tif source=Release of IP Security Agreement execution version#page5.tif source=Release of IP Security Agreement execution version#page6.tif source=Release of IP Security Agreement execution version#page7.tif	