

4-28-00

05-08-2000

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



101348957

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Change of Name
- Other RELEASE OF SECURITY INTEREST

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
4-6-00

Name CITIZENS BANK OF MASSACHUSETTS

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other MASSACHUSETTS BANK
- Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name PFINGSTEN PUBLISHING, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 520 LAKE COOK ROAD

Address (line 2) SUITE 375

Address (line 3) DEERFIELD IL 60015

- Individual General Partnership Limited Partnership
- Corporation Association

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Other DELAWARE LIMITED LIABILITY COMPANY

Citizenship/State of Incorporation/Organization _____

05/04/2000 DCOATES 00000298 75525987

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 300.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002067 FRAME: 0497

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75525987"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2086654"/>	<input type="text" value="1288990"/>	<input type="text" value="1071827"/>
<input type="text" value="1533561"/>	<input type="text" value="1206459"/>	<input type="text" value="1001919"/>
<input type="text" value="1328489"/>	<input type="text" value="1118420"/>	<input type="text" value="892073"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name CITIZENS BANK OF MASSACHUSETTS

4-6-00

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other MASSACHUSETTS BANK

Citizenship State of Incorporation/Organization _____

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name PFINGSTEN PUBLISHING, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 520 LAKE COOK ROAD

Address (line 2) SUITE 375

Address (line 3) DEERFIELD IL 60015
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other DELAWARE LIMITED LIABILITY COMPANY

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<u>825917</u>		
<u>642661</u>		
<u>1978045</u>		

EXHIBIT A

A. Registered Trademarks

REGISTRATION NO.	MARK	REGISTRATION DATE
2,086,654	USA Getaway Guide	August 5, 1997
1,533,561	Galeria	April 4, 1989
1,328,489	Supply Lines	April 2, 1985
1,288,990	Artsell Color Cards	August 7, 1984
1,206,459	Frame-O-Rama	August 24, 1982
1,118,420	Art Buyers Caravan	May 15, 1979
1,071,827	Basics & Beyond	August 23, 1977
1,001,919	The Professional Picture Framer	January 14, 1975
892,073	American Agent & Broker	June 2, 1970
825,917	Decor	March 14, 1967
642,661	Life Insurance Selling	March 12, 1957
1,878,045	Publishing Concepts PC	February 7, 1995

B. Pending Trademark Applications:

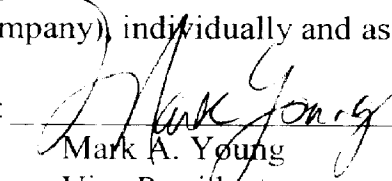
SERIAL NO.	MARK	FILING DATE
75-525987	Publishing Concepts	July 27, 1998

RELEASE OF SECURITY INTEREST IN TRADEMARKS

FOR VALUE RECEIVED, CITIZENS BANK OF MASSACHUSETTS, a Massachusetts bank (as successor in interest to State Street Bank and Trust Company, a Massachusetts trust company ("SSB")), as administrative agent (the "Agent") for the benefit of itself and the financial institutions (the "Lenders") as are or may from time to time become parties to the Revolving Credit Agreement dated as of April 30, 1999 by and among PFINGSTEN PUBLISHING, LLC, a Delaware limited liability company ("Pfungsten"), the Agent and the Lenders, hereby reassigns, without recourse, representation or warranty, express or implied, to **Pfungsten**, and releases its security interest in the registered trademarks and trademark applications listed on Exhibit A annexed hereto, together with the goodwill of the business symbolized by such trademarks, and related property rights granted to the Agent and the Lenders by Pfingsten pursuant to a Conditional Assignment of Trademarks dated April 30, 1999 and the Notice of Grant of Security Interest in Trademarks recorded with the United States Patent and Trademark Office on 5/26/1999 at **Reel 001904 Frame 0553** and assigned by SSB to the Agent.

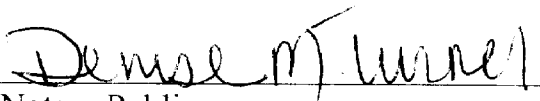
This assignment, reassignment and release also includes all trademark renewals and extensions, all proceeds of infringement suits, the sole right to sue for past, present, future and threatened infringements of and all rights corresponding thereto throughout the world, and any royalties, licenses, fees, proceeds, improvements and subsequent trademarks obtained in connection with the foregoing trademarks.

CITIZENS BANK OF MASSACHUSETTS
(As successor in interest to State Street Bank and Trust Company), individually and as Administrative Agent

By: 
Mark A. Young
Vice President

THE COMMONWEALTH OF MASSACHUSETTS
COUNTY OF SUFFOLK, SS.

On the 6th day of April, 2000, before me personally appeared the above named Mark A. Young, a Vice President of CITIZENS BANK OF MASSACHUSETTS, to me known and known by me to be the party executing the foregoing instrument on behalf of said bank, and he acknowledged said instrument so executed to be his free act and deed in said capacity and the free act and deed of said bank.


Notary Public

My commission expires: _____

TRADEMARK