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PATENT

Correspondent Name and Address

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3

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Patent Application Number(s)

Patent Number(s)

5,795,213		

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number
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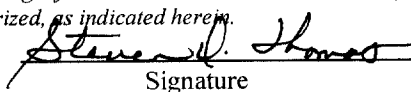
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Statement and Signature

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.

Steven D. Thomas

Name of Person Signing


Signature

June 12, 2001
Date Signed

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of June 4, 2001 (the "Security Agreement") between General Creation International Limited (the "Obligor") and Branch Banking & Trust Company (the "Bank"), the Obligor has granted a continuing security interest in and continuing lien upon, the issued patent and patent applications shown below to the Bank:

PATENTS

<u>Patent No.</u>	Description of Patent <u>Item</u>	Date of <u>Patent</u>
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See attached Schedule A

PATENT APPLICATIONS

<u>Patent Application No.</u>	Description of Patent <u>Applied For</u>	Date of Patent <u>Application</u>
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See attached Schedule A

The Obligor and the Bank hereby acknowledge and agree that the security interest in the foregoing issued patents and patent applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any issued patent or patent application.

Very truly yours,

GENERAL CREATION INTERNATIONAL LIMITED

By: 

Name: Richard P. Goodwin

Title: President

Acknowledged and Accepted:

BRANCH BANKING AND TRUST COMPANY

By: 

Name: R. Ed Robinson, Jr.

Title: Vice President

SCHEDULE A

General Creation International Limited

U.S. Patent

Issued Patent

Reading toy	5,795,213	8/18/98

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RECORDED: 06/13/2001

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REEL: 011887 FRAME: 0521