

08-23-2000



101440726

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 by Secured Party

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Bank of America, N.A.

Execution Date
Month Day Year
7/11/00

Formerly Formerly known as Bank of America National Trust & Savings Association

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization United States

Receiving Party

Mark if additional names of receiving parties attached

Name AGI Incorporated, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) c/o IMPAC Group, Inc.

Address (line 2) 1950 North Ruby Street

Address (line 3) Melrose Park
City

IL / U.S.A
State/Country

60160
Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

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.)

Citizenship/State of Incorporation/Organization PA

08/23/2000 MTHAI1 00000073 74603588

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 275.00 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: 002124 FRAME: 0714

MPO 17-87-00

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 **1281**

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="See attached."/>		
<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"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. # | 2

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.

BARBARA S KOHL

Name of Person Signing

B. Kohl

Signature

7/19/00

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

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

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

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

Trademark Application Number(s)

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Registration Number(s)

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II. TRADEMARKS

TRADEMARK	COUNTRY	SERIAL/ APPLICATION #	APPLICATION DATE	REGISTRATION DATE	REGISTRATION NUMBER	CURRENT STATUS
DIGILITE	US	75106,829	10/24/96	N/A	N/A	Pending
DIGI-BOKS	US	74,603,588	11/28/94	10/1/96	2,003,939	Registered
DIGI-MAILER	US	74/396,645	6/1/93	5/14/96	1,973,897	Registered
DIGI-BOKS	US	74,364,290	3/3/93	7/2/96	1,984,393	Registered
DIGITRAK	US	74/324,601	10/22/92	12/7/93	1,809,141	Registered
DIGIPAK	US	73/606,794	6/27/86	2/10/87	1,428,363	Registered
LASER DIGIPAK	US	74/319,004	10/1/92	N/A	N/A	Abandoned
LASERPAK	US	74/218,720	11/4/91	N/A	N/A	Abandoned
DIGIBOOK	US	74/195,641	8/19/91	N/A	N/A	Abandoned
GREENPAK	US	74/145,904	3/11/91	N/A	N/A	Abandoned
DIGITRAK	US	74/109,292	10/26/90	N/A	N/A	Abandoned
DIGI-LITE	US	74/093,762	9/4/90	N/A	N/A	Abandoned
DIGILITE	Argentina	2,078,924	4/22/97	N/A	N/A	Pending

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RELEASE and TERMINATION OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, Bank of America, N.A., (f/k/a Bank of America National Trust & Savings Association) (the "Agent") and AGI Incorporated, Inc. (the "Debtor") were parties to one or more loan and security agreements, which granted to the Agent a security interest in certain of the Debtor's assets, including, but not limited to, the patents listed in the attached Schedule A (the "Collateral"), and

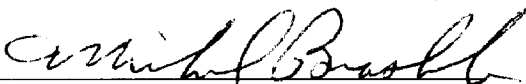
WHEREAS, the Agent filed a Security Agreement against the Collateral which was recorded at REEL/FRAME 001944/0690 (the "Security Agreement");

WHEREAS, the Debtor has requested, and the Agent has agreed, that the Agent release and terminate its security interest in the Collateral and terminate the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the Agent hereby releases and terminates its security interest in and lien on the Collateral and terminates the Security Agreement.

Dated, this 11 day of July, 2000.

**BANK OF AMERICA, N.A., (f/k/a BANK
OF AMERICA NATIONAL TRUST &
SAVINGS ASSOCIATION, as Agent**

By: 

Name: MICHAEL BRASHLER

Title: Agency Officer

STATE OF ILLINOIS
) SS.
COUNTY OF COOK)

I, MARIA L. PAGGEO, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this day of July 11, 2000.

Maria L. Paggao
Notary Public
My Commission Expires: 12/31/00

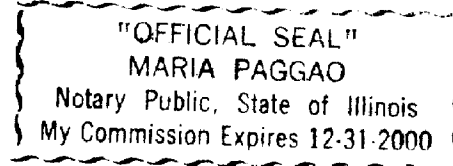


EXHIBIT A
TRADEMARKS

TRADEMARKS

U.S. <u>Registration or Serial No.</u>	Registered <u>Mark</u>	Date of <u>Issuance</u>	<u>Expiry Date</u>	Application Date (if not <u>yet issued</u>
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See attached

LICENSES

<u>Date</u>	<u>Parties</u>	<u>Subject of License</u>	<u>Term</u>
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See attached

III. LICENSES

1. Know-How Agreement dated as of December 9, 1994 between AGI ("Licensee") and Tinsley Robor plc, a corporation organized and existing under the laws of England ("Licensor").
2. License, Manufacture, and Sales Agreement dated as of September 2, 1993 between AGI ("Licensee") and Van De Steeg Packaging, a corporation organized and existing under the laws of the Netherlands ("Licensor"), as amended by letter agreement dated June 11, 1997 extending term of same re Digiboks. (non-exclusive)
3. License, Manufacture, and Sales Agreement dated as of August 22, 1995 between AGI ("Licensor") and Van De Steeg Packaging, a corporation organized and existing under the laws of the Netherlands ("Licensee"), as amended and restated on August 18, 1997, re DigiPak.
4. License, Manufacture and Sales Agreement dated as of August 21, 1995 between AGI and Tinsley Robor plc, a corporation organized and existing under the laws of England, as amended and restated on March 17, 1997 re Digipak.
5. License, Manufacture and Sales Agreement dated as of March 15, 1996 between AGI ("Licensor") and Ross-Ellis Printing Inc., a corporation organized and existing under the laws of the Province of Quebec (Canada) ("Licensee"), as amended by letter agreement dated May 2, 1997, re Digipak.
6. License Agreement dated as of April 29, 1996 between Ivy Hill Corporation, a Delaware corporation and AGI ("Licensee") re ecologically sound compact disc packages. (non-exclusive)
7. License, Manufacture and Sales Agreement dated as of July 27, 1994 between AGI ("Licensor") and Apollo Bay Pty Ltd., a corporation organized and existing under the laws of Australia ("Licensee"), as amended by letter agreement dated July 25, 1997, re Digipak.
8. License, Manufacture and Sales Agreement dated as of July 25, 1995 between AGI ("Licensor") and Grafica Pozzoli spa, a corporation organized and existing under the laws of Italy ("Licensee") re Digipak.
9. License, Manufacture and Sales Agreement dated as of April 25, 1991 between AGI ("Licensor") and Shorewood Packaging Corporation, a corporation organized and existing under the laws of the State of Delaware ("Licensee") re Digipak.
10. License, Manufacture and Sales Agreement dated as of May 21, 1991 between AGI ("Licensor") and The Queens Group ("Licensee") re Digipak.

TRADEMARK	COUNTRY	SERIAL/ APPLICATION #	APPLICATI ON FILING DATE	REGISTRATION DATE	REGISTRA TION NUMBER	CURREN T STATUS
DIGIPAK	Argentina	1,934,441	8/25/94	4/28/95	1,559,168	Registered
DIGILITE	Australia	724,868	12/24/96	N/A	N/A	Pending
DIGIPAK	Australia	536,652	6/25/90	6/25/90	B536652	Registered
DIGIPAK	Austria	AM3143/90	6/20/90	10/25/90	133,276	Registered
DIGIPAK	Benelux	747,973	6/21/90	6/21/90	481,980	Registered
DIGILITE	Brazil	R10805385	4/24/97	N/A	N/A	Pending
DIGIPAK	Brazil	818020865	8/19/94	8/13/96	818020865	Registered
DIGILITE	Canada	832,815	1/6/97	N/A	N/A	Pending
DIGI-BOKS	Canada	768,884	11/17/94	9/29/95	448,449	Registered
DIGI-BOKS	Canada	722,448	2/9/93	3/15/96	445,158	Registered
DIGIPAK	Canada	660,426	6/20/90	2/21/92	394,467	Registered
DIGILITE	CTM	437,376	12/23/96	N/A	N/A	Pending
DIGIPAK	Chile	284,555	9/1/94	5/26/95	445,944	Registered
DIGIPAK	China	94107894	10/22/94	10/28/96	888,767	Registered
DIGIPAK	Colombia	032,158	7/22/94	1/26/95	172,824	Registered
DIGIPAK	Costa Rica	N/A	9/1/94	3/14/95	90,561	Registered
DIGIPAK	Denmark	VA4879-1990	6/21/90	9/6/91	VR5761-1991	Registered
DIGIPAK	Ecuador	488,810	7/12/94	11/14/95	488,810	Registered
DIGIPAK	Egypt	91,255	6/16/94	7/22/97	91258	Registered
DIGIPAK	Finland	3291/90	6/25/90	5/5/92	118,739	Registered
DIGIPAK	France	221,202	6/28/90	6/28/90	1,599,549	Registered
DIGIPAK	Germany	A49,265	11/26/90	5/8/92	2,013,731	Registered
DIGIPAK	Germany	A48370/16WZ	7/5/90	N/A	N/A	Withdrawn
DIGIPAK	Hong Kong	07101/1994	6/27/94	6/27/94	B06147	Registered
DIGIPAK	Iceland	544/1990	6/21/90	12/5/90	953/1990	Registered
DIGIPAK	India	636,646	8/11/94	N/A	N/A	Pending
DIGIPAK	Indonesia	01-11272	6/24/94	N/A	N/A	Pending
DIGIPAK	Ireland	94/1553	3/10/94	3/10/94	160,867	Registered
DIGIPAK	Israel	933,070	6/27/94	6/27/94	93,307	Registered
DIGIPAK	Italy	90-40850	7/9/90	7/12/93	600,676	Registered
DIGILITE	Japan	108479/97	4/18/97	N/A	N/A	Pending

TRADEMARK	COUNTRY	SERIAL/ APPLICATION #	APPLICATI ON FILING DATE	REGISTRATION DATE	REGISTRA TION NUMBER	CURREN T STATUS
DIGIPAK	Japan	133998/1986	12/19/86	3/31/94	2640883	Registered
DIGIPAK	Korea (South)	25374/94	6/27/94	3/22/96	335,614	Registered
DIGIPAK	Malaysia	MA/12300/94	12/30/94	N/A	N/A	Pending
DIGILITE	Mexico	287362	2/19/97	N/A	N/A	Pending
DIGI-BOOKS	Mexico	164,754	3/31/93	2/28/94	453,140	Registered
DIGIPAK	Mexico	189,026	1/26/94	3/18/94	454,832	Registered
DIGILITE	New Zealand	271,104	12/23/96	N/A	N/A	Pending
DIGIPAK	New Zealand	202,749	6/21/90	6/21/90	202,749	Registered
DIGIPAK	Norway	90.3189	6/20/90	5/21/92	150,596	Registered
DIGIPAK	Pakistan	127,421	11/14/94	N/A	N/A	Pending
DIGIPAK	Paraguay	11410-94	6/17/94	6/9/95	177,272	Registered
DIGIPAK	Peru	246,950	7/18/94	1/25/95	012,705	Registered
DIGIPAK	Philippines	93187	9/11/94	N/A	N/A	Pending
DIGIPAK	Poland	Z-134803	6/17/94	N/A	N/A	Pending
DIGIPAK	Portugal	265,448	6/26/90	10/29/92	265,448	Registered
DIGIPAK	Russia	94024761	7/15/94	9/29/95	139,929	Registered
DIGIPAK	Saudi Arabia	25497	6/22/94	7/30/95	346/26	Registered
DIGIPAK	Singapore	S/7744/94	9/6/94	N/A	N/A	Pending
DIGIPAK	South Africa	93/9226	10/14/93	10/14/93	93/9226	Registered
DIGIPAK	Spain	1578013	7/3/90	12/5/91	1578013	Registered
DIGIPAK	Sweden	90-05838	6/20/90	11/6/92	241894	Registered
DIGIPAK	Switzerland	4680/1990.9	6/20/90	6/20/90	383,181	Registered
DIGIPAK	Taiwan	83043561	6/29/94	7/16/95	685460	Registered
DIGIPAK	Turkey	33770	9/30/94	9/30/94	156101	Registered
DIGITRAK	UK	1,462,333	4/26/91	6/19/92	1,462,333	Registered
DIGIPAK	UK	1,430,137	6/20/96	12/20/91	1,430,137	Registered
DIGIPAK	Uruguay	271,892	08/10/94	N/A	N/A	Pending
DIGIPAK	Venezuela	1218-95	2/3/95	N/A	N/A	Pending

11. Letter Agreement dated April 4, 1995 granting license to LG Media Co., Ltd, a Korean corporation ("Licensee") by AGI ("Licensor") re digibook.
12. License, Manufacture and Sales Agreement dated August 20, 1996, among AGI ("Licensor"), SP America Inc., a corporation organized and existing under the laws of the State of California ("Licensee") and acknowledged and agreed to by Shin-Etsu Polymer Co., Ltd., a juridical person organized and existing under the laws of Japan.
13. Sublicense Agreement between AGI ("Licensor") and Shin-Etsu Polymer Co., Ltd. with Kinyosha Printing Co. Ltd. as a sublicensee re Digipak.

EXHIBIT C - Trademark Assignment - AGI Incorporated

Principal Place of Business and Mailing Address:

1950 N. Ruby Street
Melrose Park, Cook County, Illinois

BOS-BUSN:509559.1

RECORDED: 07/27/2000

TRADEMARK
REEL: 002124 FRAME: 0727