

U.S. DEPARTMENT OF COMMERCE
RECORDATION FORM COVER SHEET Patent and Trademark Office
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:
PNC Bank, National Association

Individual(s) Association
 General Partnership Limited Partnership
 Corporation -
 Other

2. Name and Address of Party(ies) receiving an interest:
House of Lloyd Sales, LLC
11901 Grandview Road
Grandview, MO 64030

Individual Association
 General Partnership Limited Partnership
 Corporation - Texas
 Other - Limited Liability Company - Delaware
 Citizenship

3. Interest Conveyed:
 Assignment Change of Name
 Security Agreement Merger
 Other - Release of Security Interest

Effective Date: 4/10/02

If not domiciled in the United States, a domestic representative designation is attached:
 Yes
 No

4. Application number(s) or registration number(s). Additional sheet attached? Yes X No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2209165; 2356947; 2292832

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Valerie Verret, Esq.
Baker Botts L.L.P.
Street Address: 2001 Ross Avenue, Suite 600
City: Dallas
State: Texas Zip: 75201-2980

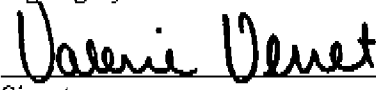
6. Number of applications and registrations involved: 3

7. Amount of fee enclosed or authorized to be charged: \$90.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):
50-2147

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9. 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.

Valerie Verret  October 23, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet 14

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APR. 11. 2002, 7:39PM

Received 4/11/2002 07:39PM in 04:08 on line [6] for CR S * Pg 19/20
PNC BANK

646 NO. 016824 P. 192

RELEASE OF LIENS AND SECURITY INTERESTS

This instrument is executed effective as of the 12 day of April, 2002 by PNC BANK, NATIONAL ASSOCIATION, as Agent.

WHEREAS, HOUSE OF LLOYD SALES, LLC ("Borrower"), has granted to PNC BANK, NATIONAL ASSOCIATION as Agent ("Lender") liens and security interests encumbering all of Borrower's rights, titles, and interests in and to the intellectual property of Borrower, including certain of the copyrights and trademarks described on the exhibit attached hereto (the "Collateral"); and

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office, Assignment Branch, on December 27, 1999, which Trademark Security Agreement was recorded at Reel 2010, Frame 0717; and the Copyright Security Agreement was recorded with the United States Copyright Office, on December 17, 1999, which Copyright Security Agreement was recorded at document location V3446 P560; and

WHEREAS, in conjunction with the sale of the Collateral by Borrower to Home Interiors, Inc. ("Buyer"), which sale has been approved by the Bankruptcy Court, Lender now desires to release such liens and security interests encumbering the Collateral;

NOW, THEREFORE, Lender does hereby release, quitclaim, surrender and discharge unto Borrower, and its successors and assigns, all rights, title and interest in all copyrights and copyright applications and registrations, including without limitation the copyrights described on Exhibit A hereto, and all trademarks, service marks and trademark and service mark registrations and applications, both foreign and domestic, at any time owned by Grantor, including without limitation the trademarks described on Exhibit B hereto, and the goodwill represented thereby, and including without limitation all renewals thereof, all proceeds thereof (including, but not limited to, all license royalties and proceeds of infringement suits but excluding proceeds representing consideration for the sale of the Collateral to Buyer), and the right to sue for past, present and future infringements; and hereby declares that the Collateral is fully released and discharged from all security interests and liens existing in favor of Lender.

IN WITNESS WHEREOF, Lender has executed this instrument as of the date first above written.

PNC BANK, NATIONAL ASSOCIATION,
AS AGENT


By: 
Name: Q. B. STAWLEY-NURSE
Title: [Signature]

Exhibit A

U.S. Copyright Registrations

Registration No.	Title
TX -4-823-550	House of Lloyd wholesale
TX 4-823-549	Cookin' the American way
TX 4-823-551	Christmas around the world
TX 4-601-716	Armchair shopper
TX 4-563-231	Gifts by House of Lloyd
TX 4-607-536	Gifts by House of Lloyd, spring 97
TX 4-822-837	Christmas around the world
TX 4-607-535	Christmas around the world
TX 4-607-534	House of Lloyd wholesale, 1997
TX 4-384-898	Armchair shopper
TX 4-607-533	Cookin' the American way
TX 4-415-834	House of Lloyd, wholesale
TX 4-374-954	Gifts by House of Lloyd
TX 4-369-359	Christmas around the world
VA 721-897	Interchangeable greetings
VAu 336-007	Howling coyote figurine
VAu 319-460	The talking farm/story and pictures by Geri Nible
TX 3-897-473	House of Lloyd Spanish catalog
TX 3-881-060	Armchair shopper: no. 2
TX 3-881-059	Armchair shopper: no. 3
TX 3-881-058	Armchair shopper: no. 1
VA 601-256	Crash Landing musical
TX 3-589-104	Armchair shopper: no. 1
TX 3-589-103	Armchair shopper no. 2
TX 3-580-782	Toys & gifts (1993) by House of Lloyd
TX 3-592-962	Dolls
TX 3-592-960	Dolls
TX 3-321-883	Cookin' the American way
TX 3-281-451	Decor & more
VA 437-607	I'm a bear till I've had my coffee (bear & mug)
VA 437-721	Canister set
VA 437-714	Santa Claus musical: no. 54-740
VA 437-729	I'm an angel bear
VA 437-728	Happy Halloween poster
VA 437-356	Baked with love

VA 437-355	A very special baby frame, wood with glass polystone animals
VA 437-354	Heart-shaped wreath with heart-shaped continuous ribbon and flower border
VA 437-353	Heart-shaped wreath frame by bows and flowers and continuous ribbon and flower border
VA 437-352	Heart-shaped wreath frame with square continuous ribbon and flower border, no. G02158
VA 437-350	Heart-shaped wreath frame with circular continuous ribbon and flower border, 4 tin covers sized for electric burners, no. TT-51
VA 437-349	Heart felt frame, No. TIST5
TX 3-156-915	Cookin' the American way, fine kitchenware and accessories
TX 3 147-737	Decor & more wholesale, 1991
VA 436-558	Heart-shaped wreath incorporating ribbon and flowers
TX 3-107-511	I'm special, '91
TX 3-107-269	Christmas around the world
TX 3-107-268	Cookin' the American way, fine kitchenware and accessories
TX 3-107-267	Decor & more: gifts, toys & home decor
TX 3-051-005	February armchair '91
TX 3-051-004	Spring, '91
TXu 465-368	Motpc.c: mainline processing module
TX 3-008-758	August armchair '90
TX 3-008-757	House of Lloyd Japan '90
TX 3-008-756	Spring, '91
VA 421-741	Carousel lamp
TX 2-899-763	July armchair shopper
TX 2-878-313	Armchair shopper
TX 2-866-856	Decor & more
TX 2-866-855	Christmas around the world
TX 2-866-852	Hostess only
TX 2-862-855	I'm special
TX 2-862-854	House of Lloyd wholesale
VA 379-505	Wood farm puzzle
TX 2-763-303	Lloyds spring
TX 2-716-964	House of Lloyd wholesale catalog
TX 2-713-530	House of Lloyd Japan
TX 2-713-529	Armchair shopper
VAu 156-172	Carousel puzzle
VA 359-170	Holiday mouse doorknob cover
VA 359-169	Christmas carolers musical: no. 54-268

VA 315-935	Block box
VA 315-463	Mug bear
VA 315-462	The Lord is my Shepherd
VA 315-461	Country ducks lamp
VA 315-460	U.S.A. color cloth
VA 315-459	Puffy duck potpourri
VA 315-458	Country geese napkin holder
VA 315-457	A beary good book
VA 310-161	Beary Christmas
VA 310-160	Everyone needs a little tender loving bear
VA 310-159	Madonna and child tree topper
VA 221-434	Sheep, mug of diet mug set
VA 221-433	Pig, mug of diet mug set
VA 221-432	Ostrich, mug of diet mug set
VA 221-431	Hippo, mug of diet mug set
VA 221-430	Outgoing cook, trivet of kitchen trivet set
VA 221-429	Welcome, trivet of kitchen trivet set
VA 221-428	Kitchen closed, trivet of kitchen trivet set
VA 221-427	Friends, trivet of kitchen trivet set
VA 221-426	Mother's mug
VA 221-425	Fishing rod rack
VA 221-424	Father photo frame
VA 207-972	Cat tape dispenser
VA 207-971	Frog planter waterer
VA 207-970	Santa down the chimney musical
VA 207-969	Bear doorknob cover
VA 204-159	Puzzle clock
VA 192-731	Fireplace log coaster set
VA 163-339	Lollipop doll (boy)
VA 163-338	Lollipop doll (girl)
TX 2-653-138	House of Lloyd gifts & toys
TX 2-379-997	Gifts, toys, home decor & candles
TX 2-373-817	Christmas around the world wholesale
TX 2-373-816	Wholesale House of Lloyd catalog
TX 2-373-815	Armchair
TX 2-373-814	Christmas around the world, by House of Lloyd
TX 2-219-208	Armchair shopper
TX 2-219-207	Candle concepts
TX 2-219-206	House of Eloyd gifts and toys
TX 2-219-205	Christmas around the world by House of Lloyd
TX 1-267-174	House of Lloyd presents armchair shopping
TX 3-947-765	House of Lloyd wholesale
TX 3-901-850	Décor & more

TX 3-901-848	Cookin' the American way, the melting pot of the world, fine kitchenware & accessories
TX 3-582-636	Cookin' the American way, the melting pot of the world, fine kitchenware & accessories
TX 3-582-638	Decor & more by House of Lloyd
TX 3-321-363	Decor & more
TX 3-321-366	Decor & more wholesale
TX 3-901-847	Christmas around the world
TX 3-582-635	Christmas around the world
TX 3-321-364	Christmas around the world
TX 3-321-365	Christmas around the world wholesale
TX 3-147-736	Lloyds
TX 3-923-824	Armchair shopper
TX 3-329-253	Armchair shopper
TX 3-284-762	Armchair shopper
TX 3-149-553	Armchair shopper
TX 3-064-804	Armchair shopper
TX 2-914-449	Lloyds
TX 2-487-200	Gifts, toys, home decor, and fashion
TX 4-348-897	Armchair shopper
TX 4-822-837	Armchair shopper
TX 4-384-894	Armchair shopper
TX 4-384-893	Armchair shopper
TX 4-384-896	Armchair shopper
TX 4-384-897	Armchair shopper
TX 3-149-552	Armchair shopper
TX 3-147-738	Armchair shopper
TX 4-601-713	Armchair shopper
TX 4-601-714	Armchair shopper
TX 4-601-715	Armchair shopper
TX 3-582-637	Decor & more by House of Lloyd
TX 3-901-849	Decor & more . . .

EXHIBIT B

U.S. Issued Trademark Registrations

Registration No.	Issue Date	Mark
1,593,524	24-April-1990	ARMCHAIR SHOPPER
2,209,165	08-December-1998	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
2,292,832	16-November-1999	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
2,292,833	16-November-1999	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
2,356,947	13-June-2000	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
1,551,439	08-August-1989	CHRISTMAS AROUND THE WORLD and Design
1,377,642	07-January-1986	CHRISTMAS AROUND THE WORLD
1,945,130	02-January-1996	COOKIN'
2,296,089	30-November-1999	COOKIN' THE AMERICAN WAY
2,288,841	26-October-1999	GIFTS BY HOUSE OF LLOYD
2,256,425	29-June-1999	HOUSE OF LLOYD
1,249,395	23-August-1983	HOUSE OF LLOYD
1,623,045	13-November-1990	HOUSE OF LLOYD
1,561,642	17-October-1989	HOUSE OF LLOYD
1,597,899	22-May-1990	LLOYDS
1,621,708	06-November-1990	LLOYDS (Stylized)
2,252,538	15-June-1999	LLOYDS (Stylized letters)
1,875,660	24-January-1995	NAVIDAD ALREDEDOR DEL MUNDO (Christmas Around the World)
2,373,701	01-August-2000	NATURE SOURCE
1,243,281	21-June-1983	SANTA SURPLUS and Design
1,494,660	21-September-1988	SHOP ON YOUR SEAT...INSTEAD OF YOUR FEET

Foreign Issued Trademark Registrations

Country	Registration No.	Issue Date	Mark
Canada	511478	04-May-1999	GIFTS BY HOUSE OF LLOYD & Design
Canada	432972	09-September-1994	HOUSE OF LLOYD
Canada	418517	22-October-1993	DÉCOR & MORE
Canada	420241	03-December-1993	CHRISTMAS AROUND THE WORLD
Canada	511518	05-May-1999	COOKIN'
Mexico	525272	22-April-1996	GIFTS BY HOUSE OF LLOYD
Mexico	430330	28-November-1991	HOUSE OF LLOYD
Mexico	604536	04-February-1999	NAVIDAD ALREDEDOR DEL MUNDO
Mexico	566814	24-October-1997	COOKIN'
Mexico	419287	28-November-1991	CHRISTMAS AROUND THE WORLD
Mexico	439921	28-November-1991	DÉCOR & MORE

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**GENERAL REVOCATION OF ATTORNEY AND
APPOINTMENT OF ATTORNEY**

I, KENNETH CICHOCKI, Senior Vice President of Finance and Chief Financial Officer of HOME INTERIORS AND GIFTS, INC., a Texas corporation, and owner by assignment of the applications and registrations referenced on Exhibit A hereto, hereby revoke all previous powers of attorney and hereby appoint the following as my attorneys of record: JERRY W. MILLS, ROBERT M. CHIAVIELLO, JR., KEVIN J. MEEK, THOMAS R. FELGER, CHARLES S. FISH, DAVID G. WILLE, BARTON E. SHOWALTER, HAROLD E. MEIER, ANN C. LIVINGSTON, BRADLEY P. WILLIAMS, PRISCILLA DUNCKEL, TERRY J. STALFORD, CHRISTOPHER W. KENNERLY, DOUGLAS M. KUBEHL, ANITA NESSER, DANA C. JEWELL, VALERIE VERRET, and PAMELA RATLIFF being members of the Bar of the State of Texas, JAY B. JOHNSON, being a member of the Bar of the State of Virginia and District of Columbia, and T. MURRAY SMITH, being a member of the Bar of the State of Michigan, and all with the firm of BAKER BOTTS L.L.P., as my attorneys with full power of substitution and revocation, and to transact all business in the U.S. Patent and Trademark Office connected therewith.

Send Correspondence To:

Baker Botts L.L.P.
2001 Ross Ave., Suite 600
Dallas, Texas 75201-2980

Direct Telephone Calls To:

Valerie Verret, Esq.
at 214.953.6818

Respectfully submitted this the 14th day of June, 2002.

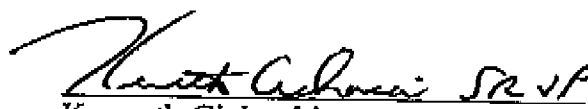

Kenneth Cichocki

EXHIBIT A

U.S. Issued Trademark Registrations

Registration No.	Issue Date	Mark
1,593,524	24-April-1990	ARMCHAIR SHOPPER
2,209,165	08-December-1998	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
2,292,832	16-November-1999	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
2,292,833	16-November-1999	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
2,356,947	13-June-2000	CELEBRATING LIFE'S MOST CHERISHED MOMENTS
1,551,439	08-August-1989	CHRISTMAS AROUND THE WORLD
1,377,642	07-January-1986	CHRISTMAS AROUND THE WORLD and Design
2,296,089	30-November-1999	COOKIN' THE AMERICAN WAY
2,544,233	5-March-2002	DESIGN (Bear Paw)
2,516,671	11-December-2001	GIFT GALLERY
2,288,841	26-October-1999	GIFTS BY HOUSE OF LLOYD
2,256,425	29-June-1999	HOUSE OF LLOYD
1,249,395	23-August-1983	HOUSE OF LLOYD
1,623,045	13-November-1990	HOUSE OF LLOYD
1,561,642	17-October-1989	HOUSE OF LLOYD
1,597,899	22-May-1990	LLOYDS
1,621,708	06-November-1990	LLOYDS (Stylized)
2,252,538	15-June-1999	LLOYDS (Stylized letters)
2,373,701	1-August-2000	NATURE SOURCE
1,875,660	24-January-1995	NAVIDAD ALREDEDOR DEL MUNDO (Christmas Around the World)
2,325,489	7-March-2000	REFLECTIONS FUND RAISER
1,243,281	21-June-1983	SANTA SURPLUS and Design
1,494,660	21-September-1988	SHOP ON YOUR SEAT... INSTEAD OF YOUR FEET

U.S. Pending Trademark Applications

Application No.	Filing Date	Mark
76/119,598	30-August-2000	CASA DE LLOYD SELECCION DEL DECORADOR and Design
76/119,599	30-August-2000	CASA DE LLOYD CONSEJO DEL DECORADOR and Design
76/119,586	30-August-2000	CELEBRATING AROUND THE WORLD
75/914,854	10-February-2000	DOT DELIVER and Design
75/914,651	10-February-2000	DOT DELIVER and Design
75/914,653	10-February-2000	DOTDELIVER
75/914,650	10-February-2000	DOTDELIVER
75/914,622	10-February-2000	DOTDELIVER.COM
76/119,587	30-August-2000	ENTERTAINING AROUND THE WORLD
76/119,589	30-August-2000	GIFTS AROUND THE WORLD
76/062,630	5-June-2000	H.J. HUGGS & FRIENDS BY HOUSE OF LLOYD
76/119,588	30-August-2000	HOLIDAYS AROUND THE WORLD
76/119,585	30-August-2000	HOUSE OF LLOYD AROUND THE WORLD
76/119,575	30-August-2000	HOUSE OF LLOYD THE PARTY OF CHOICE
76/119,596	30-August-2000	HOUSE OF LLOYD'S DECORATOR'S SELECTION and Design
76/119,597	30-August-2000	HOUSE OF LLOYD DECORATOR'S TOUCH and Design
76/180,560	13-December-2000	MYHOME
76/200,136	25-January-2001	OPEN INVITATION
76/200,137	25-January-2001	OPEN INVITATION
76/200,138	25-January-2001	OPEN INVITATION
76/200,139	25-January-2001	OPEN INVITATION
76/200,140	25-January-2001	OPEN INVITATION
76/200,141	25-January-2001	OPEN INVITATION
76/200,142	25-January-2001	OPEN INVITATION
76/200,143	25-January-2001	OPEN INVITATION
76/200,144	25-January-2001	OPEN INVITATION
76/200,145	25-January-2001	OPEN INVITATION
76/200,146	25-January-2001	OPEN INVITATION
76/200,147	25-January-2001	OPEN INVITATION
76/200,148	25-January-2001	OPEN INVITATION
76/200,149	25-January-2001	OPEN INVITATION
76/200,225	25-January-2001	OPEN INVITATION

76/200,226	25-January-2001	OPEN INVITATION
76/200,227	25-January-2001	OPEN INVITATION
76/200,228	25-January-2001	OPEN INVITATION
76/200,229	25-January-2001	OPEN INVITATION
76/333,132	01-November-2001	OPEN INVITATION

DAL01:677801.1

RECORDED: 10/23/2002

TRADEMARK
REEL: 2564 FRAME: 0971