

10-29-2002



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(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102263923

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

1. Name of conveying party(ies):

PNC Bank, National Association

10-2202

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Assignment of Security Agreement
- Merger
- Change of Name

Execution Date: 9/30/02

2. Name and address of receiving party(ies)

Name: Billy R. Boone, as Agent

Internal

Address: _____

Street Address: 483 Highway 6 West

City: Batesville State: MS Zip: 38606

- Individual(s) citizenship U.S.
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/853,277
and 75/853,278

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: H. Roy Berkenstock

Internal Address: Wyatt, Tarrant & Combs, LLP

Street Address: 1715 Aaron Brenner Dr.,

Suite 800

City: Memphis State: TN Zip: 38120-4367

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-2346

FINANCE SECTION
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9. Signature.

H. Roy Berkenstock, Reg. No. 24,719

Name of Person Signing

Signature

10/17/02

Date

2

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

10/29/2002 LMUELLER 00000003 502346

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01 FC:8521 40.00 CH
02 FC:8522 25.00 CH

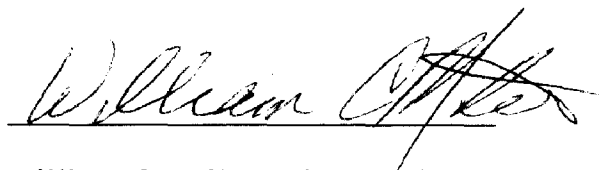
TRADEMARK
REEL: 2606 FRAME: 0488

Assignment of Security Agreement and Mortgage-Trademarks

For value received, **PNC Bank, National Association** ("PNC") hereby assigns to **Billy R. Boone**, as Agent under an Agency and Participation Agreement dated as of September 30, 2002 between Framed Pictures Enterprise, Inc. and the Buyers of certain Notes, all of PNC's right, title and interest in and to that certain Security Agreement and Mortgage-Trademarks between PNC and Framed Pictures Enterprise, Inc., dated as of November 19, 1999. This assignment is made pursuant to that certain Loan Purchase Agreement dated as of August 28, 2002 between PNC and Brucker Family Partnership.

Executed as of September 30, 2002.

PNC Bank, National Association

By: 

William C. Miles, Vice President

CINlibrary/1222073.1