

Form PTO-1594
(rev 3/1)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
Patent and Trademark Office

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
Two Tower Center Boulevard
East Brunswick, NJ 08816**

Individual(s) Association
 General Partnership
 Limited Partnership
 Corporation
 Other - **National Banking Association**
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

**Creative Expressions Group, Inc.
7240 Shadeland Station
Indianapolis, IN 46256**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - **Delaware**
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other - **Release of Security Agreements**

Execution Date: **December 6, 1999**

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

A. Trademark Application No(s).
None.

B. Trademark Registration No(s).
Please see attached.

Additional numbers attached? Yes No

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

**Elaine D. Ziff, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036**

6. Total number of applications/registrations involved: **31**

7. Total fee (37 CFR 3.41) **\$790**

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 074920/3)

8. Deposit Account No. **19-2385**

DO NOT USE THIS SPACE

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.

Elaine D. Ziff

Name

Elaine D. Ziff

Signature

March 24, 2004

Date

Total number of pages including cover sheet, attachments, and document: **13**

CH \$790.00 192386 1648183

CONTINUATION OF ITEM 4. Trademark Application and Registration Numbers

A. Trademark Application No(s).	B. Trademark Registration No(s).
	1648183
	1616775
	834744
	1623582
	1612908
	1634124
	1634813
	2114460
	1238243
	696442
	928923
	940237
	1120986
	1648150
	1648876
	1651520
	1652364
	1653526
	1655542
	1590228
	1720150
	1059880
	1617576
	1725080
	1643656
	1743942
	1745173
	1746301
	1749470
	673324
	634494

RELEASE OF SECURITY AGREEMENTS

THIS AGREEMENT is entered into this 6th day of December, 1999, by and between PNC Bank, National Association, having an address at Two Tower Center Boulevard, East Brunswick, New Jersey 08816 (hereinafter the "Agent"), and Creative Expressions Group, Inc., a Delaware Corporation having an address at 7240 Shadeland Station, Indianapolis, Indiana 46256 (the "Corporation") (collectively the "Parties").

WITNESSETH:

WHEREAS, the Corporation, certain financial institutions (the "Lenders") and the Agent (as agent for the Lenders) have entered into a Revolving Credit, Term Loan and Security Agreement, dated as of March 12, 1998, and the following security agreements (the "Security Agreements"):

- Patent Collateral Security Agreement, dated March 12, 1998
- Trademark Collateral Security Agreement, dated March 12, 1998
- Copyright Security Agreement, dated as of March 12, 1998; and
- Trade Style Letter, dated March 12, 1998;

WHEREAS, the Security Agreements grant the Agent a security interest in the Corporation's general intangible assets, including the patents and patent applications identified in Schedule A, the trademarks and trademark applications together with the goodwill associated therewith identified in Schedule B, the copyrights and copyright registrations identified in Schedule C, and the trade names and trade styles identified in Schedule D, said Schedules being attached hereto;

WHEREAS, the Agent's security interest conveyed by the Security Agreements were recorded: (a) for the patents and patent applications identified in Schedule A in the United States Patent and Trademark Office on Reel 9089, Frame 538, (b) for the trademarks and trademark applications and registrations identified in Schedule B in the United States Patent and Trademark Office on Reel 1702, Frame 881, and (c) for the copyrights and copyright registrations identified in Schedule C in the United States Copyright Office on Volume 3414, Page 528, to secure payment of certain obligations of the Corporation to the Agent and the Lenders; and

WHEREAS, in exchange for the payment and delivery of \$12 million from the Corporation, the Agent has agreed to release and discharge the Corporation from the Security Agreements and all obligations contained therein and security interests granted thereby.

NOW, THEREFORE, in consideration of the above premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the

Parties agree as follows:

1. The Agent hereby certifies that it and the Lenders are the present owners of all right, title, and interest in and to the Security Agreements, including any and all security interests granted by the Security Agreements in said patents and patent applications identified in Schedule A, said trademarks and trademark applications and registrations together with the goodwill associated therewith identified in Schedule B, said copyrights and copyright registrations identified in Schedule C, and said trade names and trade styles identified in Schedule D.
2. The Agent hereby certifies that the Corporation has paid and delivered to the Agent \$12 million, and the Agent in exchange hereby releases and discharges the Corporation from the Security Agreements and all obligations contained therein, such Security Agreements to be of no further force and effect.
3. The Agent hereby releases and discharges any and all security interests it has in and to Corporation's general intangible assets pursuant to the Security Agreements, including the patents and patent applications identified in Schedule A, the trademarks and trademark applications and registrations together with the goodwill associated therewith identified in Schedule B, the copyrights and copyright registrations identified in Schedule C, and the trade names and trade styles identified in Schedule D.

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IN WITNESS WHEREOF, the Agent and the Corporation have executed this Agreement as of the date and year first above written.

PNC BANK, NATIONAL ASSOCIATION
(on its own behalf and as agent for the Lenders)

By: _____
Name: _____
Title: _____

CREATIVE EXPRESSIONS GROUP, INC.

By: Hans Heinsen
Name: Hans Heinsen
Title: Chief Financial Officer

IN WITNESS WHEREOF, the Agent and the Corporation have executed this Agreement as of the date and year first above written.

PNC BANK, NATIONAL ASSOCIATION
(on its own behalf and as agent for the Lenders)

By: *Michelle*
Name: C. MICHELLE STANLEY-NURSE
Title: NICE PRESIDENT

CREATIVE EXPRESSIONS GROUP, INC.

By: _____
Name: _____
Title: _____

Schedule A

LETTERS PATENTS**United States (Active)**

Patent No.	Issue Date	Application No.
5,154,388	10/13/92	705,544
4,242,293	12/30/80	11,263
4,177,410	12/4/79	167,231

United State (Expired)

Patent No.	Issue Date	Application No.
4,103,840	8/01/78	750,469
4,129,265	12/12/78	896,171
4,133,495	1/09/79	867,232
4,138,073	2/06/79	899,177
4,163,180	7/31/79	867,230

Foreign (Expired)

Country	Patent No.	Issue Date	Application No.
Canada	2,017,411	--	2,017,411
Canada	2,069,028	--	2,069,028

Schedule B

TRADEMARK REGISTRATIONS

United States (Active)

Mark	Reg. No.	Issue Date
DURAPLATE	1,648,183	6/18/91
GALA	1,616,775	10/09/90
GALA	834,744	9/05/67
GALA	1,623,582	11/20/90
GALA and Design	1,612,908	9/11/90
PAPER ART	1,634,124	2/05/91
PAPER ART	1,634,813	2/12/91
PAPER ART (stylized)	2,114,460	11/18/97
IT'S JUST NOT A PARTY UNLESS WE'RE INVITED	1,238,243	5/17/83
PARTY HOUR and Design	696,442	4/19/60
REED'S	928,923	2/15/72
REED'S	940,237	8/08/72
TOUCH OF COLOR	1,120,986	6/26/79
TOUCH OF COLOR	1,648,150	6/18/91
TOUCH OF COLOR	1,648,876	6/25/91
TOUCH OF COLOR and Design	1,651,520	7/23/91
TOUCH OF COLOR and Design	1,652,364	7/30/91

CREATIVE EXPRESSIONS GROUP

CREATIVE EXPRESSIONS GROUP, INC.

TRADEMARK REGISTRATIONS

United States (Expired)

Mark	Matter	Issue Date
3-D PARTY VISION	Reg. No. 1.653,526	Issued: 8/13/90
3-D PARTY VISION	Reg. No. 1.655,542	Issued: 9/03/90
C.A. REED SOCIABILITY CENTER	Reg. No. 1.590,228	Issued: 4/03/90
DURA SOFT	Reg. No. 1.720,150	Issued: 9/29/92
FASHION WARE	Reg. No. 1.059,880	Issued: 2/22/77
GALA	Reg. No. 1,617,576	Issued 10/16/90
GALA (stylized)	Reg. No. 1.725,080	Issued: 10/20/92
LOVEHANDLES	Reg. No. 1.643,656	Issued: 5/07/91
PAPER ART (stylized)	Reg. No. 1.743,942	Issued: 12/29/92
PAPER ART (stylized)	Reg. No. 1.745,173	Issued: 1/05/93
PAPER ART (stylized)	Reg. No. 1.746,301	Issued: 1/12/93
PAPER ART (stylized)	Reg. No. 1.749,470	Issued: 1/26/93
PARTY HOUR and Design	Reg. No. 673,324	Issued: 2/03/59
REMBRANDT Stylized	Reg. No. 634,494	Issued: 9/18/56

TRADEMARK REGISTRATIONS

Foreign (Active or Expired)

Country	Mark	Reg. No.	Issue Date
Australia	PAPER ART	B495,380	9/14/88
Australia	PAPER ART	B495,381	9/14/88
Australia	PAPER ART	B578,103	7/13/90
Australia	PAPER ART Script	B412,349	5/02/80
Australia	PAPER ART Script	B345,709	5/02/80
Australia	PAPER ART Script	B484,080	3/24/88
Canada	GALA	331,079	8/14/87
Canada	GALA	381,358	3/08/91
Canada	PAPER ART	394,998	3/06/92
Great Britain	PAPER ART	B1,293,523	11/24/86
Great Britain	PAPER ART	B1,293,326	11/24/86
Great Britain	PAPER ART	B1,293,327	11/24/86
Great Britain	PAPER ART	B1,293,528	11/24/86
Great Britain	PARTY HOUR	B1,293,529	11/24/86
Great Britain	PARTY HOUR	B1,293,530	11/24/86
Great Britain	PARTY HOUR	B1,293,531	11/24/86
Great Britain	PARTY HOUR	B1,293,532	11/24/86
Italy	PAPER ART	498,075	12/29/86
Italy	PAPER ART	491,113	12/29/86
Saudi Arabia	PAPER ART	227/45	11/10/90
Saudi Arabia	PAPER ART	227/46	11/10/90
South Korea	GALA	273,202	4/26/91

TRADEMARK REGISTRATIONS

Foreign (Active or Expired)

Country	Mark	Reg. No.	Issue Date
Spain	PAPER ART	1,241,231	9/03/90
Spain	PAPER ART	1,244,232	1/20/89
Switzerland	PAPER ART	401,394	4/18/91
Taiwan	GALA	495,034	8/15/90
Taiwan	GALA	498,239	9/15/90

Schedule C

COPYRIGHT REGISTRATIONS

United States (Active)

Title	Reg. No.	Issue Date
MYSTIQUE	VA 216-088	--
SILVER TRADITION	VA 216-087	--
TO HAVE AND TO HOLD	VA 216-089	--
LOVE'S PRECIOUS MOMENT	VA 301-768	--
INTERLUDE	VA 301-765	--
DEVOTION	VA 301-767	--
SOMETHING BLUE	VA 301-769	--
PEARLESCENCE	VA 301-766	--
SWEETHEAR SHOWER/BRIDAL SHOWER	VA 301-770	--
2000 CELEBRATION!	VA 441-208	9/21/98

Schedule D

1. Paper Art
2. C.A. Reed
3. Party Hour
4. Gala
5. Touch of Color
6. Splash
7. Party Creation
8. American

1011644.2/SJC/99999001 3/11/98