

04-24-2002

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TRADEMARKS ONLY

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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
- Security Agreement
- Merger
- Change of Name
- Other Termination of Security Interest in Trademarks
- License
- Nunc Pro Tunc Assignment
- Effective Date
Month Day Year
04052002

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
04052002

Name Illuminations.com, Inc.

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name Fleet Retail Finance Inc.

DBA/AKA/TA _____

Composed of corporation of Delaware

Address (line 1) 40 Broad Street

Address (line 2) _____

Address (line 3) Boston City MA State/County 02109 Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other _____
 - Citizenship/State of Incorporation/Organization Delaware
- 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.)

FOR OFFICE USE ONLY

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. 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

04/23/2002 TDIAZI 00000196 194215 75825298

01 FC:481 40.00 CH
02 FC:482 125.00 CH

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 415-777-3999

Name Anna C. Silva, Esq.

Address (line 1) Steinhart & Falconer LLP

Address (line 2) 333 Market Street, Suite 3200

Address (line 3) San Francisco, CA 94105-2150

Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachment. # 2

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)

<u>75625298</u>	_____	_____	<u>2086606</u>	<u>2168066</u>	_____
<u>78027617</u>	_____	_____	<u>2447124</u>	_____	_____
_____	_____	_____	<u>2159375</u>	_____	_____

Number of Properties Enter the total number of properties involved. # 6

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 165.00

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: # 19-4215

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.

Anna C. Silva

Name of Person Signing



Signature

April 10, 2002

Date Signed

TERMINATION OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, Illuminations.com, Inc., a Delaware corporation (hereinafter "Illuminations"), having a place of business at 1995 South McDowell Boulevard, Building A, Petaluma, California 94954, is the owner of the following trademark(s), and the U.S. trademark registration(s)/application(s) therefor (hereinafter the "Released Trademarks"):

<u>Trademark</u>	<u>Reg./Appl. No.</u>	<u>Reg./Filing Date</u>
AMERICA'S PREMIER CANDLE COMPANY	2,086,606	8/5/1997
GLOWING IMPRESSIONS	2,159,375	5/19/1998
MAR AZUL	75/625,298	1/22/1999
STARLIGHT	2,168,066	6/23/1998
STARLIGHT CANDLE COMPANY	78/027,617	9/26/2000
TEMPLE SCENTS	2,447,124	4/24/2001

WHEREAS, pursuant to an Amended and Restated Trademark and Trademark Application Security Agreement (the "Security Agreement"), dated as of March 7, 2000, Illuminations granted Fleet Retail Finance Inc., a Delaware corporation (hereinafter "Fleet"), having a place of business at 40 Broad Street, Boston, Massachusetts 02109, a security interest in various trademarks and trademark registrations and applications, including the Released Trademarks, to secure the obligation more fully set forth in the Security Agreement;

WHEREAS, the foregoing grant of a security interest under the Security Agreement was recorded on September 27, 2000 at Reel Number 2164, Frame Number 0680

WHEREAS, said obligation with respect to the Released Trademarks has now been fully performed and satisfied;

NOW, THEREFORE, Fleet:

1. HEREBY ACKNOWLEDGES AND AGREES that the security interest granted by the Security Agreement with respect to the Released Trademarks is hereafter TERMINATED;

2. HEREBY ASSIGNS to Illuminations, its successors, assigns, and legal representatives any and all remaining right, title and interest granted Fleet pursuant to the Security Agreement in and to the Released Trademarks; and

3. HEREBY REPRESENTS AND WARRANTS that it has not foreclosed upon any of the Released Trademarks or otherwise taken any action which would conflict

with the termination of its security interest in the Released Trademarks as contemplated by this instrument. Fleet also represents and warrants that the person executing this instrument on its behalf does so with Fleet's full and express authority.

To comply with 37 CFR 3.21 for recording of this instrument, Fleet hereby authorizes and requests the firm of Steinhart & Falconer LLP to correct any errors in this Termination of Security Interest in Trademarks or insert any further identification or other information necessary or desirable to make this Termination of Security Interest in Trademarks suitable for recording in the United States Patent Office when such identification or information becomes known.

FLEET RETAIL FINANCE INC.

By: Betsy Ratto

Date: 4/5/02

Name: Betsy Ratto
(Printed)

Title: Managing Director

NOTARIAL CERTIFICATE

STATE OF MASSACHUSETTS)

COUNTY OF Suffolk) ss.

On 4/5/02, before me, a notary public, personally appears Betsy Ratto, personally known to me (or having proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he or she executed the same in his or her authorized capacity, and that by his or her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Mark Jonathan Forti
Notary Public

Mark Jonathan Forti
NOTARY PUBLIC
My commission expires Apr. 1, 2005