

07-29-2002



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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 License

Security Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year

07/22/02

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

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

FINANCE SECTION
JUN 22 AM 10:13
RECORDS

FOR OFFICE USE ONLY

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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

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)

Number of Properties

Enter the total number of properties involved.

#

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

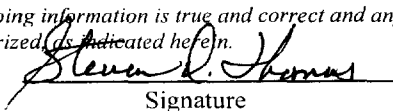
No

Statement and Signature

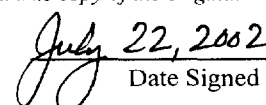
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized (as indicated here).

Steven D. Thomas

Name of Person Signing



Signature



Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organizaion

Receiving Party **Mark if additional names of receiving parties attached**
Enter Additional Receiving Party

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 Assignment.)

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)		
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U.S. TRADEMARK RELEASE OF SECURITY INTEREST

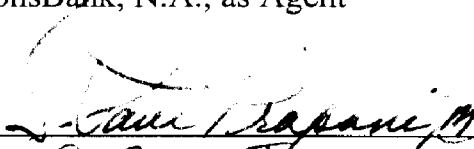
As of the date hereof, the undersigned Bank of America, N.A., formerly NationsBank, N.A., as Agent (the "**Secured Party**") has not assigned or otherwise disposed of its security interest in the registered trademarks of PCA International, Inc. (the "**Debtor**") listed on the attached Schedule A (the "**Trademarks**"), which security interest was recorded with the United States Patent and Trademark Office on September 8, 1998 at Reel 1788 Frame 0823 (the "**Agreement**").

The Secured Party hereby releases for the benefit of the Debtor its security interest in the Trademarks.

Dated as of the 27 day of June, 2002.

Secured Party:

BANK OF AMERICA, N.A.,
f/k/a NationsBank, N.A., as Agent

By: 
Name: S. Paul Trapani
Title: Managing Director

**PCA International, Inc.
(North Carolina Corporation)**

**U.S. Trademarks Subject to Security Interest
In Favor of NationsBank, N.A., as Agent
Recorded 9/8/98 at Reel 1788 Frame 0823**

Registered Marks

Mark	Registration No.	Registration Date
PCA PORTRAIT ADVANTAGE	2207312	12/1/98
PORTRAITWORKS	2496523	10/9/01
A WHOLE NEW WAY TO GET PORTRAITS YOUR WAY	2109875	10/28/97
THE CHOICE OF PROUD PARENTS EVERYWHERE	1958904	2/27/96
INSTANT DIGITAL PORTRAIT SYSTEM	1958037	2/20/96
NOW YOU DECIDE IF THE EXPRESSION IS RIGHT...INSTANTLY!	1939801	12/5/95
INSTANT DIGITAL IMAGE	1897212	5/30/95
INSTANT DIGITAL IMAGES	1900243	6/13/95
CHURCH FAMILY ALBUMS Stylized Letters	1459748	9/29/87
CHURCH FAMILY ALBUMS Block Letters	1459761	9/29/87