Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
KeyBank National Association		101/31/2007	National Banking Association: OHIO

RECEIVING PARTY DATA

Name:	Prism Enterprises, Inc.	
Street Address:	6140 Stoneridge Mall Road, Suite 590	
City:	Pleasanton	
State/Country:	CALIFORNIA	
Postal Code:	94588	
Entity Type:	CORPORATION: DELAWARE	

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark	
Registration Number:	1909538	WARM GEL	
Registration Number:	2243343	MUSHROOM	
Registration Number:	2388098	PRISM HEALTHCARE	

CORRESPONDENCE DATA

Fax Number: (216)579-0212

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: jrmix@jonesday.com

Correspondent Name: Jones Day

Address Line 1: 901 Lakeside Ave.

Address Line 2: c/o James R. Mix, Paralegal
Address Line 4: Cleveland, OHIO 44114-1190

ATTORNEY DOCKET NUMBER:	601755-049099	
NAME OF SUBMITTER:	James R. Mix	

TRADEMARK REEL: 003473 FRAME: 0874

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Signature:	/James R. Mix/	
Date:	02/02/2007	
Total Attachments: 3 source=Prism Enterprises, Inc TM Release#page1.tif source=Prism Enterprises, Inc TM Release#page2.tif source=Prism Enterprises, Inc TM Release#page3.tif		

TRADEMARK REEL: 003473 FRAME: 0875

TRADEMARK RELEASE

This TRADEMARK RELEASE is made as of January 31, 2007, by KeyBank National Association, as administrative agent (the "Administrative Agent") in favor of Prism Enterprises, Inc., a Delaware corporation ("Prism").

WITNESSETH:

WHEREAS, the Administrative Agent and Prism were parties to that certain Collateral Assignment of Trademarks, dated as of January 6, 2005, as amended, restated, supplemented or otherwise modified (the "Security Agreement"), pursuant to which Prism granted a security interest to the Administrative Agent in certain trademark registrations and applications (the "Trademarks"), and the goodwill associated therewith, including, without limitation, those set forth on Exhibit A hereto;

WHEREAS, the Administrative Agent recorded a security interest the United States Patent and Trademark Office on April 7, 2005 at Reel 3086, Frame 0557; and

WHEREAS, Prism has requested that the Administrative Agent release its security interest in the Trademarks, as defined in the Security Agreement in connection with the termination of the Credit Agreement, and the Security Agreement (the "Released Collateral").

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

- 1. The Administrative Agent hereby releases, reassigns, grants and conveys to Prism, without recourse, all of its security interest in the Intellectual Property Collateral, listed on Schedule I attached hereto and incorporated herein by reference.
- 2. The Administrative Agent agrees to provide the Grantors with any information and additional authorization necessary to effect the release of its security interest in the Released Collateral.

[Signature Page Follows]

Trademark Release - Prism Enterprises, Inc.

IN WITNESS WHEREOF, the Administrative Agent has caused this Trademark Release to be duly executed by its duly authorized officer as of the day and year first above written.

KEYBANK NATIONAL ASSOCIATION

	Title: Senior Vice President
STATE OF) ss:	
On this 26 day of <u>January</u> , 200 Me, to me known who, be he/she is <u>Sevier</u> V. P. institution described herein, and which execute his/her name thereto pursuant to the authority g	7, before me personally appeared Marianne eing by me duly sworn, did depose and say that of KeyBank National Association, the ed the foregoing instrument, and that he/she signed granted by KeyBank National Association.
	Notary Public PARIS A. WHITE NOTARY PUBLIC STATE OF OHIO

Recorded in Cuyahoga County My Comm. Exp. 7/31/20//

EXHIBIT A

Prism Enterprises, Inc. (formerly Prism Enterprises, LP) Trademarks

Grantor	Trademark	Country	Application or Registration Number	Application or Registration Filing Date
Prism Enterprises,	Mushroom®	United States	2,243,343	5/4/1999
Inc. (formerly	Prism Healthcare®	United States	2,388,098	9/19/2000
Prism Enterprises, LP)	Warm Gel®	United States	1,909,538	8/1/1995

Trademark Release - Prism Enterprises, Inc.

CLI-1484043v2

RECORDED: 02/02/2007

TRADEMARK
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