

TRADEMARK ASSIGNMENT

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		01/31/2007	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		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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		

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Signature:

/James R. Mix/

Date:

02/02/2007

Total Attachments: 3

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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]

EXHIBIT A

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

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