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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings $\Rightarrow \Rightarrow \Rightarrow \nabla$

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U.S. DEPARTMENT OF COMMERCE
U.S. 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):
CIT Group/Business Credit, Inc., as Agent, The

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Golden Books Publishing Company, Inc.
Internal Address: _____
Address: _____
Street Address: 888 Seventh Avenue
City: New York State: NY Zip: 10106

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State 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 _____

Execution Date: August 24, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75209714

B. Trademark Registration No.(s) 2101437

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Ms. Cynthia Armstrong
Internal Address: _____
GB Holdings Liquidation, Inc.
c/o Random House, Inc.
Street Address: 888 Seventh Avenue, 40th Floor
City: New York State: NY Zip: 10106

6. Total number of applications and registrations involved: 351

7. Total fee (37 CFR 3.41) \$ 8,870.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

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.

STEVEN SCHUIB *Steven Schuib* 8/24/01
Name of Person Signing Signature Date

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

12/12/2001 JJALLAH2 00000016 75209714
 01 FC:481 40.00 OP
 02 FC:482 Doc # 30335921.PDF 8750.00 OP

Mail documents to be recorded with required cover sheet information to:
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TRADEMARK
 REEL: 002412 FRAME: 0888

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN BOOK® (Stylized)	16	75/174,591	9/30/96	2,101,437	9/30/97
"GOLDEN SOUND STORY DESIGN"® (Trade Dress - Classic Version - does not feature any words)	9	74/332,148	11/18/92	2,124,462	12/23/97
"GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Deluxe Version - does not feature any words)	9	74/332,144	11/18/92	2,100,456	9/23/97
"GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Little Version - does not feature any words)	9	74/332,150	11/18/92	2,104,348	10/7/97
A BIG GOLDEN BOOK®	16	73/831,018	10/6/89	1,614,835	9/25/90
A BIG GOLDEN BOOK® (Stylized)	16	75/173,984	9/30/96	2,105,228	10/14/97
A FIRST LITTLE GOLDEN BOOK®	16	323,939	8/17/81	1,256,065	11/1/83
A FIRST LITTLE GOLDEN BOOK® (Stylized)	16	75/174,011	9/30/96	2,103,251	10/7/97
A GOLDEN BOARD BOOK® (Stylized)	16	75/173,983	9/30/96	2,105,227	10/14/97
A GOLDEN BOARD BOOK®	16	75/181,957	10/16/96	2,103,380	10/7/97
A GOLDEN BOOK VIDEO CLASSIC®	9	73/782,053	2/21/89	1,566,896	11/21/89

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN BOOK®	16	327,649	9/11/81	1,196,795	6/1/82
A GOLDEN CARRY ME BOOK®	16	74/325,266	10/26/92	1,845,118	7/12/94
A GOLDEN CLASSIC DESIGN® (Child sitting on vine reading - features no words)	16	73/592,210	4/3/86	1,412,338	10/7/86
A GOLDEN CLASSIC®	16	73/592,211	4/3/86	1,414,959	10/28/86
A GOLDEN CLOTH BOOK®	16	73/343,228	12/24/81	1,204,544	8/10/82
A GOLDEN EASY READER®	16	73/745,851	8/10/88	1,535,267	4/18/89
A GOLDEN FRAGRANCE BOOK®	16	73/049,949	4/18/75	1,041,746	6/22/76
A GOLDEN FRIENDLY BOOK®	16	73/684,462	9/16/87	1,495,072	7/5/88
A GOLDEN FUN & GAMES BOOK®	16	73/032,596	9/20/74	1,029,342	1/6/76
A GOLDEN GLOW IN THE DARK BOOK®	16	74/133,738	1/28/91	1,680,335	3/24/92
A GOLDEN GUIDE®*	16	73/021,106	5/10/74	1,011,003	5/20/75
A GOLDEN JUNIOR CLASSIC®	16	73/697,039	11/23/87	1,516,352	12/13/88
A GOLDEN JUNIOR GUIDE®	16	74/301,225	8/3/92	1,783,436	7/20/93
A GOLDEN LITTLE LOOK-LOOK BOOK & DESIGN®	16	73/818,479	8/10/89	1,591,987	4/17/90

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN LITTLE LOOK-LOOK BOOK®	16	74/106,785	10/17/90	1,668,486	12/17/91
A GOLDEN LITTLE SUPER SHAPE BOOK®	16	74/308,295	8/27/92	1,820,597	2/8/94
A GOLDEN LITTLE SUPER SHAPE BOOK® (Stylized)	16	75/174,551	9/30/96	2,106,979	10/21/97
A GOLDEN LOOK-LOOK BOOK & DESIGN®	16	73/826,969	9/22/89	1,596,387	5/15/90
A GOLDEN LOOK-LOOK®	16	95,712	8/5/76	1,078,891	12/6/77
A GOLDEN MELODY BOOK & DESIGN®	16	73/439,438	8/15/83	1,296,071	9/18/84
A GOLDEN NAPTIME TALE®	16	74/140,213	2/19/91	1,690,131	6/2/92
A GOLDEN POCKET BOARD BOOK®	16	74/304,706	8/17/92	1,784,840	7/27/93
A GOLDEN READINESS WORKBOOK®	16	73/045,090	2/24/75	1,029,376	1/6/76
A GOLDEN SCRATCH AND SNIFF BOOK®	16	136,507	8/5/77	1,105,116	10/31/78
A GOLDEN SPECIAL®	16	73/034,145	1/31/75	1,024,193	11/4/75
A GOLDEN STAMP BOOK®	16	332,368	10/13/81	1,196,796	6/1/82
A GOLDEN STORYTIME BOOK & DESIGN®	16	319,134	7/15/81	1,196,793	6/1/82
A GOLDEN STURDY BOOK®	16	308,190	4/30/81	1,197,866	6/15/82

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN STURDY SHAPE BOOK®	16	294,727	1/28/81	1,198,688	6/22/82
A GOLDEN SUPER-DUPER SHAPE BOOK®	16	74/307,893	8/26/92	1,842,357	6/28/94
A GOLDEN SUPER-DUPER SHAPE BOOK® (Stylized)	16	75/174,593	9/30/96	2,103,271	10/7/97
A GOLDEN SUPER ADVENTURE BOOK & DESIGN®	16	518,933	1/23/85	1,351,647	7/30/85
A GOLDEN SUPER SHAPE BOOK®	16	73/645,790	2/20/87	1,456,506	9/8/87
A GOLDEN SUPER SHAPE BOOK® (Stylized)	16	75/173,985	9/30/96	2,103,250	10/7/97
A GOLDEN TAKE-A-LOOK BOOK®	16	74/542,739	6/27/94	1,934,340	11/7/95
A GOLDEN TAKE-A-LOOK BOOK® (Stylized)	16	75/174,592	9/30/96	2,101,438	9/30/97
A GOLDEN TOUCH AND FEEL BOOK®	16	73/310,701	5/18/81	1,196,788	6/1/82
A GOLDEN TREASURY®	16	73/830,489	10/10/89	1,604,601	7/3/90
A GOLDEN YUMMY BOOK®	16	789,093	3/24/89	1,564,501	11/17/89
A LITTLE GOLDEN BOOK®	16	72/340,860	10/15/69	899,690	9/29/70
A LITTLE GOLDEN BOOK®	9	75/094,275	4/25/96	2,189,691	9/15/98
A LITTLE GOLDEN BOOK® (Stylized)	9; 16	75/173,595	9/30/96	2,163,295	6/9/98

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THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A LITTLE GOLDEN STORYBOOK®	16	75/272,510	4/10/97	2,188,546	9/8/98
A LITTLE LITTLE GOLDEN BOOK®	16	73/727,172	5/9/88	1,542,487	6/6/89
A LITTLE LITTLE GOLDEN BOOK® (Stylized)	16	75/174,012	9/30/96	2,103,252	10/7/97
BABY'S FIRST GOLDEN BOOK®	16	343,244	12/24/81	1,204,545	8/10/82
BIG LITTLE GOLDEN BOOK®	16	585,771	3/3/86	1,410,469	9/23/86
FIRST LITTLE GOLDEN BOOKS®	16	323,938	8/17/81	1,221,652	12/28/82
FIRST LITTLE GOLDEN BOOKS® (Stylized)	16	75/173,976	9/30/96	2,101,428	9/30/97
G DESIGN™ (Goldie Logo)	16	75/977,641	12/8/96	2,202,310	11/3/98
G DESIGN® (Goldie Logo)	35; 41	75/210,689	12/9/96	2,198,947	10/20/98
GOLD KEY AND DESIGN®	16	74/226,264	11/29/91	1,867,600	12/13/94
GOLD KEY®	16	74/437,827	9/20/93	1,874,665	1/17/95
GOLDEN & DESIGN® (Sun Rising Logo)	9	541,521	6/4/85	1,372,325	11/26/85
GOLDEN & DESIGN® (Sun Rising Logo)	28	418,740	3/24/83	1,278,155	5/15/84
GOLDEN & DESIGN® (Sun Rising Logo)	28	424,477	5/4/83	1,279,097	5/22/84
GOLDEN & DESIGN® (Sun Rising Logo)	16	441,887	8/31/83	1,291,016	8/21/84

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN & DESIGN® (Sun Rising Logo)	16	505,135	10/22/84	1,333,249	4/30/85
GOLDEN & DESIGN® (Sun Rising Logo)	28	497,276	8/30/84	1,349,701	7/16/85
GOLDEN & DESIGN® (Sun Rising Logo)	16	404,040	11/26/82	1,262,996	1/3/84
GOLDEN BOARD BOOK®	16	767,642	12/5/88	1,549,139	7/25/89
GOLDEN BOOK CLUB®	42	74/059,543	5/17/90	1,679,065	3/10/92
GOLDEN BOOK 'N' TAPE®	9	73/572,637	12/6/85	1,401,064	7/15/86
GOLDEN BOOK STEP AHEAD VIDEO®	9	73/609,549	7/14/86	1,430,078	2/24/87
GOLDEN BOOK VIDEO & DESIGN®	9	73/525,286	3/4/85	1,360,286	9/17/85
GOLDEN BOOK VIDEO®	9	73/525,229	3/4/85	1,357,853	9/3/85
GOLDEN BOOK®	16	72/388,264	4/2/71	931,795	4/4/72
GOLDEN BOOKS & DESIGN® (Poky Logo)	42	74/523,539	5/10/94	1,947,587	1/9/96
GOLDEN BOOKS & DESIGN® (Poky Logo)	9	74/523,537	5/10/94	1,949,631	1/16/96
GOLDEN BOOKS & DESIGN® (Poky Logo)	16	74/732,050	9/18/95	2,013,497	11/5/96
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	9	75/021,768	11/17/95	2,217,543	1/12/99
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	28	75/021,769	11/17/95	2,221,897	2/2/99

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	16	75/021,770	11/17/95	2,223,020	2/9/99
GOLDEN BOOKS & DESIGN® (Sun Rising Logo)	9	74/459,982	11/18/93	1,899,487	6/13/95
GOLDEN BOOKS & DESIGN® (Poky Logo)	28	74/523,540	5/10/94	1,962,392	3/12/96
GOLDEN BOOKS & DESIGN® (Sunburst Logo)	42	75/034,229	12/1/95	2,080,174	7/15/97
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	9	75/016,826	10/27/95	1,993,697	8/13/96
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	28	74/722,021	8/28/95	1,993,467	8/13/96
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	16	74/559,242	8/10/94	2,006,749	10/8/96
GOLDEN BOOKS INTERACTIVE & DESIGN®	9	74/681,030	5/30/95	2,007,251	10/8/96
GOLDEN BOOKS INTERACTIVE®	9	74/693,980	6/26/95	2,111,088	11/4/97
GOLDEN BOOKS STORYLAND FOR KIDS & DESIGN®	42	74/569,576	9/2/94	1,959,799	3/5/96
GOLDEN BOOKS®*	16	74/497,666	3/7/94	1,883,540	3/14/95
GOLDEN BOOKS®	42	74/120,204	12/3/90	1,669,838	12/2/91
GOLDEN BOOKS®	9	75/037,203	12/26/95	2,040,152	2/25/97
GOLDEN COZY®	16	74/473,563	12/27/93	1,960,811	3/5/96

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	16	403,918	11/26/82	1,261,732	12/20/83
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	16	411,894	2/1/83	1,270,759	3/20/84
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	28	424,478	5/4/83	1,281,687	6/12/84
GOLDEN GALLERY®	28	74/234,108	12/30/91	1,779,751	6/29/93
GOLDEN GO ALONG BOOK 'N' TAPE®	9	73/766,809	12/1/88	1,549,012	7/25/89
GOLDEN LEARN ABOUT LIVING®	16	73/532,867	4/18/85	1,364,454	10/8/85
GOLDEN LEISURE LIBRARY® (Stylized)	16	73/033,038	9/26/74	1,027,930	12/23/75
GOLDEN MELODY®	16	73/439,452	8/15/83	1,289,005	8/7/84
GOLDEN MINIATURE®	28	73/499,806	9/17/84	1,333,418	4/30/85
GOLDEN MUSIC & DESIGN®	9	74/024,266	1/29/90	1,633,025	1/29/91
GOLDEN MUSIC®	9	73/838,599	11/13/89	1,607,333	7/24/90
GOLDEN PLAY LIGHTS®	16	74/358,653	2/11/93	1,951,674	1/23/96
GOLDEN PRESS SHOPPER'S SERVICE®	42	73/410,834	1/24/83	1,297,089	9/18/84
GOLDEN PRESS®	16	72/338,827	9/24/69	896,937	8/18/70

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN SCIENCE CLOSE-UP SERIES®	16	74/137,828	2/11/91	1,709,967	8/25/92
GOLDEN SEEK 'N' SOUND®	28	74/358,657	2/11/93	1,825,889	3/8/94
GOLDEN SHOWCASE®	42	74/331,292	11/16/92	1,808,641	11/30/93
GOLDEN SIGHT 'N' SOUND & DESIGN®	16	74/358,532	2/11/93	1,802,079	11/2/93
GOLDEN SING ALONG DESIGN® (Trade Dress - does not feature any words)	9	74/332,147	11/18/92	2,064,160	5/20/97
GOLDEN SING ALONG®	16	74/279,662	5/29/92	1,823,715	2/22/94
GOLDEN SONG BOOK 'N' TAPE®	9	756,556	10/7/88	1,538,049	5/9/89
GOLDEN SOUND PUZZLE®	28	74/284,473	6/15/92	1,792,199	9/7/93
GOLDEN SOUND STORY & DESIGN®	16	74/206,824	9/23/91	1,708,132	8/18/92
GOLDEN SOUND STORY®	16	74/362,981	3/1/93	1,807,495	11/30/93
GOLDEN STEP AHEAD & DESIGN®	16	474,977	4/11/84	1,328,466	4/2/85
GOLDEN STEP AHEAD & DESIGN®	9	518,982	1/23/85	1,364,206	10/8/85
GOLDEN STEP AHEAD PLUS®	16	622,985	9/29/86	1,438,581	5/5/87
GOLDEN STEP AHEAD®	16	73/805,991	6/12/89	1,586,727	3/13/90
GOLDEN STEP AHEAD®	16	477,287	4/25/84	1,339,161	6/4/85
GOLDEN STEP AHEAD®	9	517,655	1/11/85	1,350,485	7/23/85

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN STEP AHEAD®	16	537,431	5/13/85	1,368,956	11/5/85
GOLDEN STEP AHEAD®	28	610,750	7/21/86	1,431,344	3/3/87
GOLDEN STORY BOOK 'N' TAPE®	9	756,558	10/7/88	1,538,050	5/9/89
GOLDEN STORYLAND FOR KIDS & DESIGN®	42	74/497,018	3/4/94	1,885,466	3/21/95
GOLDEN TALKING TALES®	16	74/359,128	2/16/93	1,838,422	5/31/94
GOLDEN TELL-A-TALE®	16	73/585,773	3/3/86	1,410,470	9/23/86
GOLDEN®	16	793,532	4/13/89	1,569,673	12/5/89
GOLDEN®*	9	74/155,049	4/8/91	1,694,132	6/16/92
GOLDEN®	28	72/433,188	8/18/72	962,615	7/3/73
GOLDEN®	28	441,888	8/31/83	1,291,337	8/21/84
GOLDEN®	16	104,510	10/26/76	1,075,521	10/18/77
GOLDENCRAFT DESIGN® (Round star shape with griffin)	16	72/432,645	8/14/72	978,146	2/5/74
GOLDENCRAFT®	16	73/079,456	3/8/76	1,053,290	11/23/76
GOLDENVISION & DESIGN®	9	646,309	2/24/87	1,457,284	9/15/87
GOLDENVISION®	9	73/784,481	3/3/89	1,586,574	3/13/90
LITTLE GOLDEN BOOK DESIGN® (Gold Spine/Animals)	16	73/317,486	7/2/81	1,250,300	9/6/83

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
LITTLE GOLDEN BOOK DESIGN® (Format Trade Dress/Animals Spine)	16	73/431,481	6/20/83	1,312,277	6/1/85
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	28	73/766,999	12/2/88	1,579,180	1/23/90
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	16	73/766,997	12/2/88	1,580,028	1/30/90
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	9 16	73/776,568	1/2/89	1,556,660	9/19/89
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	9	73/771,898	12/24/88	1,568,073	11/28/89
LITTLE GOLDEN BOOK LAND®	9 16 28	73/783,608	2/24/89	1,574,535	1/2/90
LITTLE GOLDEN BOOKS®	16	72/382,853	2/1/71	931,794	4/4/72
LITTLE GOLDEN BOOKS® (Stylized)	16	75/173,986	9/30/96	2,105,229	10/14/97
LITTLE GOLDEN SOUND STORY®	16	74/362,985	3/1/93	1,803,242	11/9/93
LITTLE LITTLE GOLDEN BOOKS® (Stylized)	16	75/174,013	9/30/96	2,103,253	10/7/97
MY FIRST GOLDEN BOARD BOOK®	16	74/075,656	7/5/90	1,646,830	6/4/91

SCHEDULE 1-A-1**THE GOLDEN BOOKS TRADEMARK PROPERTIES**
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

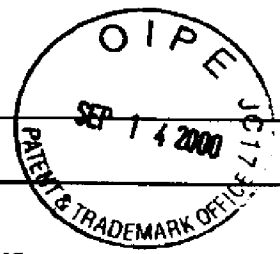
Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
MY FIRST GOLDEN BOARD BOOK® (Stylized)	16	75/174,590	9/30/96	2,103,270	10/7/97
MY FIRST GOLDEN SOUND STORY®	16	74/360,160	2/11/93	1,832,199	4/19/94
THE GOLDEN BOOK ENCYCLOPEDIA®	16	717,874	3/21/88	1,510,101	10/25/88
THE GOLDEN SCIENCE CLOSE-UP SERIES & DESIGN®	16	74/207,259	9/26/91	1,701,778	7/21/92

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
APPLICATIONS					
G DESIGN™ (Goldie Logo)	9	75/209,714	12/9/96		
G DESIGN™ (Goldie Logo)	28	75/210,691	12/9/96		
G DESIGN™ (Goldie Logo)®	16	75/210,072	12/8/96	2,237,284	
GOLDEN BOOKSSM	41	75/120,280	6/17/96		
LITTLE GOLDEN BOOK DESIGN™ (Gold Spine/Stars)	28	75/021,772	11/17/95		
LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine)	28	75/024,082	11/17/95		
LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine)	16	75/024,087	11/17/95		
GOLD SPINE DESIGN™	16	75/446,162	3/6/98		
GOLDEN STORYBOOK LANDSM	41	75/434,715	2/17/98		
A GOLDEN SQUEAK-TIME BOOK™	16	75/434,713	2/17/98	2,302,770	12/21/99
GOLDEN GAMES™	42	75/403,970	12/11/97		

 * Licensed to St. Martin's Press, Incorporated pursuant to purchase agreement and order of the Bankruptcy Court dated March 25, 1999.



SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A LITTLE NUGGET BOOK®	16	74/172,182	6/3/91	1,742,274	12/22/92
A LITTLE STORYLAND BOOK®	16	73/684,461	9/16/87	1,488,415	5/17/88
A MERRIGOLD MINIATURE®	16	73/379,363	9/26/80	1,193,978	4/20/82
A MERRIGOLD PRESS DRIVE AWAY BOOK®	16	74/505,937	3/28/94	1,918,844	9/12/95
A MERRIGOLD PRESS TELL-A-TALE®	16	74/559,250	8/10/94	1,941,834	12/12/95
A MILLION BUCKS®	28	73/830,737	10/11/89	1,621,380	11/6/90
A S-T-R-E-T-C-H A STRING BOOK®	16	74/656,160	2/21/95	2,041,209	2/25/97
A SHAPED LITTLE NUGGET BOOK®	16	74/500,543	3/15/94	1,926,436	10/10/95
A SHAPED NAPTIME TALE®	16	74/588,309	10/17/94	1,962,486	3/12/96
ACTIONCAPS®	16	74/484,062	1/31/94	1,899,858	6/13/95
AMERICAN FREEDOM LIBRARY		75/490,807			
AMERICAN REFERENCE LIBRARY		75/474,548			
AN EASIER START MOVIE STORYBOOK®	16	75/290,940	5/13/97	2,219,659	1/19/99
AN EASIEST START MOVIE STORYBOOK®	16	75/290,941	5/13/97	2,219,660	1/19/99
AN EASY START MOVIE STORYBOOK®	16	75/290,942	5/13/97	2,219,661	1/19/99
ARTISTS & WRITERS GUILD AND DESIGN®	16	74/335,502	11/30/92	1,833,320	4/26/94
ARTISTS & WRITERS GUILD BOOKS AND DESIGN®	16	74/387,253	5/6/93	1,863,202	11/15/94

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
ARTISTS & WRITERS GUILD BOOKS®	16	74/601,087	11/21/94	1,925,445	10/10/95
BATHS WITH LAUGHS®	16	74/627,939	1/31/95	2,049,627	4/1/97
BATTLE OF THE DINOSAURS®	28	74/339,520	12/14/92	1,811,618	12/14/93
BIG FUN SOUNDS®	16	74/459,984	11/18/93	1,903,555	7/4/95
BIG LITTLE BOOK®	16	72/322,022	3/18/69	902,127	11/10/70
BROADWAY COMICS	16	74/636,878	2/21/95	2,012,719	10/29/96
BUG OFF®	28	73/284,455	11/3/80	1,202,874	7/27/82
CAMP STEP AHEAD®	16	74/206,160	9/23/91	1,749,391	1/26/93
COLOR EXPRESS®	16	74/312,504	9/10/92	1,820,601	2/8/94
COLOR EXPRESS® (Stylized)	16	74/312,505	9/10/92	1,820,602	2/8/94
COLOR SURPRISE®	16	75/045,010	11/13/95	2,171,617	7/7/98
CREATURECAPS®	16	74/484,065	1/31/94	1,904,989	7/11/95
CUSTOM PUBLISHING®	42	73/823,525	11/24/89	1,591,540	4/10/90
DESIGNS BY ME		75/564,883			
DESIGNS BY ME®	16	74/497,668	3/7/94	1,904,990	7/11/95
DISORDERLY CONDUCT®	28	74/462,076	11/8/93	1,861,056	11/1/94
EAGER READER® (Stylized)	16	73/031,897	9/12/74	1,017,999	8/12/75

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
FATALE®	16	74/680,875	5/26/95	2,007,250	10/8/96
FEDERAL REFERENCE LIBRARY		75/525,598			
FIRST FUN & DESIGN® (Blocks Logo)*	16	74/155,207	4/8/91	1,671,116	1/7/92
FIRST FUN®*	16	73/366,090	5/24/82	1,229,737	3/8/83
FLIPFLEX®	28	74/282,269	6/8/92	1,780,872	7/6/93
FLY CAPS®	16	74/609,940	12/12/94	1,980,272	6/11/96
FLYING FRENCH FRIES®	28	74/305,497	8/19/92	1,848,260	8/2/94
FRAME-TRAY®	28	232,861	9/26/79	1,190,096	2/16/82
FRAME-TRAY®	28	75/169,279	9/20/96	2,105,180	10/14/97
FURRY FACE®	16	74/417,311	7/26/93	1,870,544	12/27/94
GIANT STICKER FUN®	16	74/155,203	4/8/91	1,690,141	6/2/92
GIRL TALK AND DESIGN®	16	73/739,904	7/11/88	1,590,824	4/10/90
GIRL TALK®	9	74/505,185	3/25/94	1,884,772	3/21/95
GIRL TALK®	16	72/391,235	5/6/71	925,538	12/14/71
HEAR! HEAR!®	16	74/479,496	1/18/94	1,906,516	7/18/95
HOME REFERENCE LIBRARY		75/525,599			
HOTSCOPES®	16	74/336,729	12/4/92	1,819,484	2/1/94
HUBCAPS®	16	74/484,063	1/31/94	1,899,859	6/13/95
JR. GOLFER				2,168,710	
KNIGHTS ON BROADWAY	16	75/146,679	8/7/96	2,091,091	8/26/97
LEARN WITH ME®	9	73/315,954	6/22/81	1,202,566	7/27/82

*Currently registered under the name "Western Publishing Company, Inc. We are in the process of recording the name change to "Golden Books Publishing Company, Inc."

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
LITERATURE REFERENCE LIBRARY		75/481,031			
LITTLE LOOK-IN®	16	74/267,183	3/11/93	1,846,217	7/19/94
LITTLE LULU®	16	72/419,687	3/27/72	958,607	5/8/73
LITTLE LULU®	16	72/420,496	4/5/72	959,441	5/22/73
LITTLE LULU®	16	72/436,008	9/18/72	962,620	7/3/73
LITTLE LULU®	16	72/460,870	6/20/73	990,189	8/6/74
MAGIC CORNER®	16	74/417,029	7/26/93	1,865,270	11/29/94
MAGIC SLATE PLUS®	28	74/058,604	5/14/90	1,642,916	4/30/91
MAGIC SLATE®	28	73/495,446	8/17/84	1,329,834	4/9/85
MAGNUS ROBOT FIGHTER®	16	74/335,510	11/30/92	1,860,373	10/25/94
MARK & SEE®	16	73,793,534	4/13/89	1,570,907	12/12/89
MATHEMATICS REFERENCE LIBRARY		75/481,197			
MERRIGOLD & DESIGN® (Flower with Smiling Face Logo)	16	74/319,373	10/2/92	1,820,606	2/8/94
MERRIGOLD PRESS & DESIGN® (Flower Logo)	16	74/533,161	6/3/94	1,924,620	10/3/95
MERRIGOLD PRESS & DESIGN® (Flower Logo)	28	75/037,204	12/26/95	2,124,229	12/23/97
MERRIGOLD PRESS & DESIGN® (Children Reading Logo)	16	73/624,815	10/9/86	1,443,120	6/16/87
MERRIGOLD PRESS®	16	73/317,363	7/2/81	1,202,005	7/20/82
MY FIRST SOUND STORY®	16	75/046,586	1/22/96	2,065,939	5/27/97
NATURE SHAPE®	16	74/393,082	5/21/93	1,860,388	10/25/94
PAINT WITH WATER & DESIGN® (Rainbow Logo)	16	73/437,696	8/3/83	1,301,577	10/23/84

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
PAT THE BUNNY**		75/649,680			
PAT THE BUNNY®**	28	73/702,316	12/21/87	1,654,411	8/20/91
PICTUREMATION®	9	73/583,752	2/19/86	1,409,304	9/16/86
PIRATE'S GOLD® (Stylized)	28	74/244,853	2/10/92	1,832,306	4/19/94
PLAY LIGHTS®	16	74/347,274	1/11/93	1,849,257	8/9/94
POPPIN' POPCORN®	28	74/325,782	10/26/92	1,796,011	9/28/93
POWERS THAT BE	16	74/640,345	2/22/95	2,007,137	10/8/96
PRESIDENTIAL REFERENCE LIBRARY		75/481,100			
PRESS 'N' LISTEN®	9	74/479,863	1/18/94	1,875,136	1/24/95
READ AND WEAR™	16	75/294,774	5/20/97	2,192,895	9/29/98
SCIENCE CLOSE-UP®	16	74/163,646	5/6/91	1,710,764	8/25/92
SCRATCH AND SNIFF & DESIGN™	16	75/297,619	5/23/97	2,219,674	1/19/99
SCREAMIN' 3-D™®	16	75/155,258	8/23/96	2,220,767	1/26/99
SCUFFY THE TUGBOAT		75/622,940			
SCUFFY THE TUGBOAT™®	16	75/028,582	12/6/95	2,062,768	5/20/97
SEE-A-WORD®	16	73/310,734	5/18/81	1,196,233	5/25/82
SEEK AND PEEK®	28	73/281,973	10/16/80	1,196,919	6/1/82
SHADOW STATE	16	74/640,350	2/22/95	2,065,561	5/27/97
SHAPE 'N' TAPE®	9	74/479,114	1/14/94	1,949,492	1/16/96
SIGHT 'N' SOUND®	16	74/489,923	1/14/94	1,880,593	2/28/95
SILLY SOUND STORIES®	28	74/522,695	5/10/94	1,932,371	10/31/95
SOLAR MAN OF THE ATOM®	16	74/343,085	12/24/92	1,794,948	9/28/93

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
SONG STEPPER®	16	74/259,574	3/27/92	1,766,709	4/20/93
SORT-A-SILLY®	28	74/434,328	9/1/93	1,890,635	4/18/95
SOUND OFF® (Stylized)	28	74/244,851	2/10/92	1,772,487	5/18/93
SOUND PICTURES®	28	74/696,194	7/3/95	2,007,265	10/8/96
SOUND STORY & DESIGN® (Blocks Logo)	16	73/831,591	10/16/89	1,634,014	2/5/91
SOUNDS BY ME & DESIGN®	16	74/511,400	4/8/94	1,926,441	10/10/95
SOUNDS BY ME®	16	74/505,948	3/28/94	1,903,562	7/4/95
SOUNDS OF THE SEASON®	16	74/479,519	1/18/94	1,899,855	6/13/95
STAR SEED	16	75/142,699	7/31/96	2,073,947	6/24/97
STEP AHEAD & DESIGN® (Ladder Logo)	16	74/607,876	12/7/94	1,986,311	7/9/96
STEP AHEAD®	9	74/524,874	5/16/94	1,946,092	1/2/96
STEP AHEAD®	16	74/681,898	5/30/95	1,968,573	4/16/96
STEP AHEAD®	16	73/489,158	7/9/84	1,325,789	3/19/85
STICKALONGS®	16	74/470,315	12/6/93	1,891,731	4/25/95
STICKER FUN®	16	73/315,088	6/17/81	1,202,001	7/20/82
STICKER STARTERS®	16	74/607,877	12/7/94	1,981,706	6/18/96
STORYTIME PLAYSET®	16	74/486,872	1/31/94	1,906,518	7/18/95
SWAT THAT FLY®	28	74/325,781	10/26/92	1,810,139	12/7/93
TALE 'N' TAPE®	9	74/218,965	11/4/91	1,812,763	12/21/93
TAWNY SCRAWNY LION		75/623,329			
TELL-A-TALE®	16	73/822,269	8/28/89	1,588,862	3/27/90
THE GINGHAMS®	16	73/827,581	9/25/89	1,594,210	5/1/90

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
THE GREENHOUSE A GUIDE TO INDOOR GARDENING®	16	73/234,057	10/5/79	1,170,142	9/22/81
THE LITTLE LULU SHOW		75/495,008			
THE OFFICIAL GIRL TALK FUN CLUB & DESIGN®	42	74/065,724	6/4/90	1,646,428	5/28/91
THE POKY LITTLE PUPPY		75/621,415			
THE POKY LITTLE PUPPY		75/621,134			
THE POKY LITTLE PUPPY®	16	73/724,046	4/22/88	1,529,675	3/14/89
THE RAINBOW WORKS & DESIGN®	16	73/660,694	5/14/87	1,468,297	12/8/87
THE RAINBOW WORKS & DESIGN®	28	73/661,805	5/19/87	1,470,773	12/29/87
THE SAGGY BAGGY ELEPHANT		75/621,902			
THE SAGGY BAGGY ELEPHANT		75/621,125			
THE SCRIBBLER & DESIGN® (Owl Logo)	16	73/238,027	11/5/79	1,182,044	12/15/81
THE SHY LITTLE KITTEN		75/623,330			
THE SHY LITTLE KITTEN		75/622,934			
THE SHY LITTLE KITTEN®	16	74/158,105	4/17/91	1,713,539	9/8/92
THE SUNNY PAGES WESTERN KENTUCKY DIRECTORIES				2,019,249	
THROUGH THE WINDOW®	16	74/417,656	7/26/93	1,848,201	8/2/94
TINY TOTS®	16	74/416,372	7/26/93	1,849,280	8/9/94
TOOTLE		75/622,121			
TOOTLE		75/622,114			
TOUCH 'N' LISTEN®	9	74/479,857	1/18/94	1,875,135	1/24/95

SCHEDULE 1-B-1**MISCELLANEOUS TRADEMARK PROPERTIES**
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
TRIXIE BELDEN®	16	91,497	6/24/76	1,060,755	3/8/77
TUBBY®	16; 28	32,508	9/20/74	1,057,536	2/1/77
TUOK DINOSAUR HUNTER®	16	74/341,952	12/14/92	1,812,922	12/21/93
TUOK THE DINOSAUR HUNTER™	28	75/395,946	11/25/97		
TYRANNOCAPS®	16	74/484,061	1/31/94	1,899,857	6/13/95
VISAGE COMICS	16	75/024,920	2/8/96	2,124,250	12/23/97
VISAGE COMICS	41	75/054,919	2/7/96	2,157,295	5/12/98
WAVE & DESIGN®	16	74/358,656	2/11/93	1,825,825	3/8/94
WAVE®	16	74/384,923	4/26/93	1,846,220	7/19/94
WESTERN & DESIGN® (W Logo)	35	72,433,303	8/21/72	954,215	2/27/73
WESTERN PUBLISHING®	42	73/822,618	8/28/89	1,601,559	6/12/90
WESTERN®	35	72/276,268	7/18/67	856,218	9/3/68
WILDLIFECAPS®	16	74/484,064	1/31/94	1,904,988	7/11/95

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
WORLD HISTORY REFERENCE		75/481,030			
ADDITIONAL TRADEMARKS					
LEADING TO READING™	35	75/380,629	10/29/97		
LEADING TO READING™	41	75/380,720	10/29/97		
TOTALLY AMAZING®	16	75/462,641	4/2/98	2,256,138	
WE CELEBRATE THE FAMILY SM	28	75/124,104	6/24/96		
THE LITTLE LULU SHOW	41	75/495,008	6/2/98		
COLOR PLUS FUN	16	75/541,720	8/24/98		
SPACE FAMILY ROBINSON™	41	74/462,085	11/8/93		
DRIVE AWAY (WP Ref. 106)* registered under "Western Publishing"	16	73/428,020	5/31/83	1,281,527	6/12/84

A.

"LASSIE" TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
<i>REGISTRATIONS</i>					
LASSIE	28	74/390,911	5/17/93	2,169,777	6/30/98
LASSIE	3, 5, 6, 18, 21	73/137,918	8/17/77	1,089,519	4/18/78
LASSIE	41	72/034,711	7/31/57	670,403	11/25/58
LASSIE	5	74/507,675	3/31/94	2,000,556	9/17/96
LASSIE	9	74/370,706	3/22/93	2,219,095	1/19/99
LASSIE	16	74/714,226	8/11/95	2,209,373	12/8/98

LONE RANGER

<u>Country</u>	<u>Mark</u>	<u>Reg. No./(Appl. No.)</u>	<u>Reg. Date/(Filing Date)</u>	<u>Class</u>
USA	LONE RANGER	850,146	6/4/68	28
	LONE RANGER	2,116,491	11/25/97	25
	THE LONE RANGER	1,314,682	1/15/85	21
	THE LONE RANGER	770,539	5/26/64	41
	THE LONE RANGER	365,670	3/14/39	16
	LONE RANGER	2,173,208	7/14/98	9
	LONE RANGER	2,169,772	6/30/98)	16
	LONE RANGER	2,139,305	2/24/98	28
	SILVER	1,802,750	11/2/93	21
	Lone Ranger Theme Music	2,155,923	5/12/98	41
	Lone Ranger Theme Music	2,155,924	5/12/98	9

UNDERDOG

A. TRADEMARKS

Trademark

Registration/Application No.

Design (Underdog)
UNDERDOG
UNDERDOG
UNDERDOG

Application No. 75/167,387
Registration No. 2,145,933
Application No. 75/167,383
Application No. 75/182,377

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS
(UNITED STATES)**

TERMINATION AND RELEASE dated as of August 24, 2001 from The CIT Group/Business Credit, Inc., a New York banking corporation, as administrative agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), to Golden Books Publishing Company, Inc., a Delaware corporation (the "Company").

WITNESSETH:

WHEREAS, pursuant to a certain Security Agreement and a Security Agreement and Mortgage-Trademarks and Copyrights, both dated as of January 25, 2000, made by the Company in favor of the Agent (collectively, the "Security Agreements"), a security interest (the "Security Interest") was granted by the Company to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined); and

WHEREAS, pursuant to that certain Assignment for Security dated as of January 26, 2000 (the "Assignment"), the Company, by reference to the Security Agreements, reaffirmed its intent to grant a Security Interest to the Agent for the benefit of the Lenders specifically in certain Trademark Collateral; and

WHEREAS, the Assignment was recorded in the Trademark Division of the United States Patent & Trademark Office on September 14, 2000, at Reel 002176, Frame 0463; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Security Agreements, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Trademark Collateral: The term "Trademark Collateral," as used herein, shall mean all of the Company's right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on the annexed Schedule). The term "Trademarks" shall have the meaning provided by reference in the Assignment.

2. Release of Security Interest: The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral and reassigns to the Company all right, title and interest of the Agent in and to such Trademark Collateral without representation or warranty and wholly without recourse or assurance of any other kind.

3. Further Assurances: The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

THE CIT GROUP/BUSINESS CREDIT, INC.,
as administrative agent

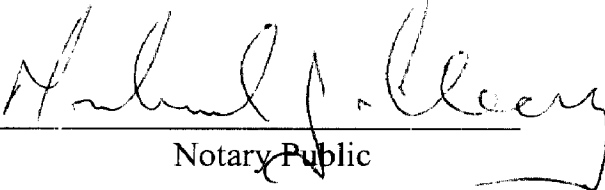
By: _____

Name: Steven Schuit

Title: Vice President

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) ss.:

On this 24 day of August, 2001, before me personally appeared Steven Schuit, to me known, who, being by me duly sworn, did depose and say that he is Vice President of The CIT Group/Business Credit, Inc., described herein and which executed the foregoing instrument, and that he signed his name thereto pursuant to the authority granted by The CIT Group/Business Credit, Inc.



Notary Public

MICHAEL J. CLEARY
Notary Public, State of New York
No. 02CL4504249
Qualified in Westchester County
Commission Expires November 30, 2001 L

(Affix Seal Below)

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Release"), is entered into as of this 27th day of August, 2001, by and between HSBC BANK USA, as collateral agent (the "Agent") and GOLDEN BOOKS FAMILY ENTERTAINMENT, INC., a Delaware corporation ("Golden Books"), debtor and debtor in possession under Case No. 01-1920 in the United States Bankruptcy Court for the District of Delaware, GOLDEN BOOKS PUBLISHING COMPANY, INC., a Delaware corporation, GOLDEN BOOKS HOME VIDEO, INC., a Delaware corporation, LRM ACQUISITION CORP., a Delaware corporation, SHARI LEWIS ENTERPRISES, INC., a California corporation, and SLE PRODUCTIONS, INC., a California corporation, each a debtor and debtor in possession under Case Nos. 01-1921 through 01-1925 (collectively with Golden Books, the "Obligor").

WITNESSETH:

WHEREAS, Obligor has granted a security interest in certain of its tangible and intangible personal property pursuant to that certain Security Agreement, dated as of January 25, 2000, by and between Obligor and Agent, among others (the "Security Agreement");

WHEREAS, the Security Agreement was filed on behalf of Agent in the United States Patent and Trademark Office ("PTO") and other offices, as appropriate, to evidence the security interest granted to Agent thereunder;

WHEREAS, Obligor has requested that Agent (a) terminate and release the liens and interests of Agent in all of Obligor's trademarks and service marks and (b) execute and deliver evidence of such termination and release for filing in the PTO and other appropriate offices; and

WHEREAS, Obligor has fulfilled its obligations under the Security Agreement and, thus, Agent has agreed to such release and termination.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Section 1. Terms. Capitalized terms not otherwise defined herein have the meanings ascribed thereto in the Security Agreement.

Section 2. Release. Agent hereby releases and terminates all rights and security interests in the Collateral (as defined in the Security Agreement) (including the collateral identified in Exhibit A attached hereto and incorporated herein by reference), and including, without limitation, such rights and security interests recorded in the PTO on July 10, 2000 at Reel 2163, Frame 0004, and other offices, as appropriate.

IN WITNESS WHEREOF, Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

HSBC BANK USA

By: Harriet Drandoff
Name:
Title: HARRIET DRANDOFF
VICE PRESIDENT

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS:

On this 27th day of August, 2001, before me personally came HARRIET DRANDOFF me known, HSBC Bank USA, the Agent described in and which executed the above instrument.

Marcia Markowski
Notary Public

[Notarial Seal]

MARCIA MARKOWSKI
No. 24-01MA4761665
Notary Public, State of New York
Qualified in Kings County
Commission Expires 11-30-02

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
REGISTRATIONS					
A GOLDEN BOOK® (Stylized)	16	75/174,591	9/30/96	2,101,437	9/30/97
"GOLDEN SOUND STORY DESIGN"® (Trade Dress - Classic Version - does not feature any words)	9	74/332,148	11/18/92	2,124,462	12/23/97
"GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Deluxe Version - does not feature any words)	9	74/332,144	11/18/92	2,100,456	9/23/97
"GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Little Version - does not feature any words)	9	74/332,150	11/18/92	2,104,348	10/7/97
A BIG GOLDEN BOOK®	16	73/831,018	10/6/89	1,614,835	9/25/90
A BIG GOLDEN BOOK® (Stylized)	16	75/173,984	9/30/96	2,105,228	10/14/97
A FIRST LITTLE GOLDEN BOOK®	16	323,939	8/17/81	1,256,065	11/1/83
A FIRST LITTLE GOLDEN BOOK® (Stylized)	16	75/174,011	9/30/96	2,103,251	10/7/97
A GOLDEN BOARD BOOK® (Stylized)	16	75/173,983	9/30/96	2,105,227	10/14/97
A GOLDEN BOARD BOOK®	16	75/181,957	10/16/96	2,103,380	10/7/97
A GOLDEN BOOK VIDEO CLASSIC®	9	73/782,053	2/21/89	1,566,896	11/21/89

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN BOOK®	16	327,649	9/11/81	1,196,795	6/1/82
A GOLDEN CARRY ME BOOK®	16	74/325,266	10/26/92	1,845,118	7/12/94
A GOLDEN CLASSIC DESIGN® (Child sitting on vine reading - features no words)	16	73/592,210	4/3/86	1,412,338	10/7/86
A GOLDEN CLASSIC®	16	73/592,211	4/3/86	1,414,959	10/28/86
A GOLDEN CLOTH BOOK®	16	73/343,228	12/24/81	1,204,544	8/10/82
A GOLDEN EASY READER®	16	73/745,851	8/10/88	1,535,267	4/18/89
A GOLDEN FRAGRANCE BOOK®	16	73/049,949	4/18/75	1,041,746	6/22/76
A GOLDEN FRIENDLY BOOK®	16	73/684,462	9/16/87	1,495,072	7/5/88
A GOLDEN FUN & GAMES BOOK®	16	73/032,596	9/20/74	1,029,342	1/6/76
A GOLDEN GLOW IN THE DARK BOOK®	16	74/133,738	1/28/91	1,680,335	3/24/92
A GOLDEN GUIDE®*	16	73/021,106	5/10/74	1,011,003	5/20/75
A GOLDEN JUNIOR CLASSIC®	16	73/697,039	11/23/87	1,516,352	12/13/88
A GOLDEN JUNIOR GUIDE®	16	74/301,225	8/3/92	1,783,436	7/20/93
A GOLDEN LITTLE LOOK-LOOK BOOK & DESIGN®	16	73/818,479	8/10/89	1,591,987	4/17/90

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN LITTLE LOOK-LOOK BOOK®	16	74/106,785	10/17/90	1,668,486	12/17/91
A GOLDEN LITTLE SUPER SHAPE BOOK®	16	74/308,295	8/27/92	1,820,597	2/8/94
A GOLDEN LITTLE SUPER SHAPE BOOK® (Stylized)	16	75/174,551	9/30/96	2,106,979	10/21/97
A GOLDEN LOOK-LOOK BOOK & DESIGN®	16	73/826,969	9/22/89	1,596,387	5/15/90
A GOLDEN LOOK-LOOK®	16	95,712	8/5/76	1,078,891	12/6/77
A GOLDEN MELODY BOOK & DESIGN®	16	73/439,438	8/15/83	1,296,071	9/18/84
A GOLDEN NAPTIME TALE®	16	74/140,213	2/19/91	1,690,131	6/2/92
A GOLDEN POCKET BOARD BOOK®	16	74/304,706	8/17/92	1,784,840	7/27/93
A GOLDEN READINESS WORKBOOK®	16	73/045,090	2/24/75	1,029,376	1/6/76
A GOLDEN SCRATCH AND SNIFF BOOK®	16	136,507	8/5/77	1,105,116	10/31/78
A GOLDEN SPECIAL®	16	73/034,145	1/31/75	1,024,193	11/4/75
A GOLDEN STAMP BOOK®	16	332,368	10/13/81	1,196,796	6/1/82
A GOLDEN STORYTIME BOOK & DESIGN®	16	319,134	7/15/81	1,196,793	6/1/82
A GOLDEN STURDY BOOK®	16	308,190	4/30/81	1,197,866	6/15/82

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN STURDY SHAPE BOOK®	16	294,727	1/28/81	1,198,688	6/22/82
A GOLDEN SUPER-DUPER SHAPE BOOK®	16	74/307,893	8/26/92	1,842,357	6/28/94
A GOLDEN SUPER-DUPER SHAPE BOOK® (Stylized)	16	75/174,593	9/30/96	2,103,271	10/7/97
A GOLDEN SUPER ADVENTURE BOOK & DESIGN®	16	518,933	1/23/85	1,351,647	7/30/85
A GOLDEN SUPER SHAPE BOOK®	16	73/645,790	2/20/87	1,456,506	9/8/87
A GOLDEN SUPER SHAPE BOOK® (Stylized)	16	75/173,985	9/30/96	2,103,250	10/7/97
A GOLDEN TAKE-A-LOOK BOOK®	16	74/542,739	6/27/94	1,934,340	11/7/95
A GOLDEN TAKE-A-LOOK BOOK® (Stylized)	16	75/174,592	9/30/96	2,101,438	9/30/97
A GOLDEN TOUCH AND FEEL BOOK®	16	73/310,701	5/18/81	1,196,788	6/1/82
A GOLDEN TREASURY®	16	73/830,489	10/10/89	1,604,601	7/3/90
A GOLDEN YUMMY BOOK®	16	789,093	3/24/89	1,564,501	11/17/89
A LITTLE GOLDEN BOOK®	16	72/340,860	10/15/69	899,690	9/29/70
A LITTLE GOLDEN BOOK®	9	75/094,275	4/25/96	2,189,691	9/15/98
A LITTLE GOLDEN BOOK® (Stylized)	9; 16	75/173,595	9/30/96	2,163,295	6/9/98

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A LITTLE GOLDEN STORYBOOK®	16	75/272,510	4/10/97	2,188,546	9/8/98
A LITTLE LITTLE GOLDEN BOOK®	16	73/727,172	5/9/88	1,542,487	6/6/89
A LITTLE LITTLE GOLDEN BOOK® (Stylized)	16	75/174,012	9/30/96	2,103,252	10/7/97
BABY'S FIRST GOLDEN BOOK®	16	343,244	12/24/81	1,204,545	8/10/82
BIG LITTLE GOLDEN BOOK®	16	585,771	3/3/86	1,410,469	9/23/86
FIRST LITTLE GOLDEN BOOKS®	16	323,938	8/17/81	1,221,652	12/28/82
FIRST LITTLE GOLDEN BOOKS® (Stylized)	16	75/173,976	9/30/96	2,101,428	9/30/97
G DESIGN™ (Goldie Logo)	16	75/977,641	12/8/96	2,202,310	11/3/98
G DESIGN® (Goldie Logo)	35; 41	75/210,689	12/9/96	2,198,947	10/20/98
GOLD KEY AND DESIGN®	16	74/226,264	11/29/91	1,867,600	12/13/94
GOLD KEY®	16	74/437,827	9/20/93	1,874,665	1/17/95
GOLDEN & DESIGN® (Sun Rising Logo)	9	541,521	6/4/85	1,372,325	11/26/85
GOLDEN & DESIGN® (Sun Rising Logo)	28	418,740	3/24/83	1,278,155	5/15/84
GOLDEN & DESIGN® (Sun Rising Logo)	28	424,477	5/4/83	1,279,097	5/22/84
GOLDEN & DESIGN® (Sun Rising Logo)	16	441,887	8/31/83	1,291,016	8/21/84

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN & DESIGN® (Sun Rising Logo)	16	505,135	10/22/84	1,333,249	4/30/85
GOLDEN & DESIGN® (Sun Rising Logo)	28	497,276	8/30/84	1,349,701	7/16/85
GOLDEN & DESIGN® (Sun Rising Logo)	16	404,040	11/26/82	1,262,996	1/3/84
GOLDEN BOARD BOOK®	16	767,642	12/5/88	1,549,139	7/25/89
GOLDEN BOOK CLUB®	42	74/059,543	5/17/90	1,679,065	3/10/92
GOLDEN BOOK 'N' TAPE®	9	73/572,637	12/6/85	1,401,064	7/15/86
GOLDEN BOOK STEP AHEAD VIDEO®	9	73/609,549	7/14/86	1,430,078	2/24/87
GOLDEN BOOK VIDEO & DESIGN®	9	73/525,286	3/4/85	1,360,286	9/17/85
GOLDEN BOOK VIDEO®	9	73/525,229	3/4/85	1,357,853	9/3/85
GOLDEN BOOK®	16	72/388,264	4/2/71	931,795	4/4/72
GOLDEN BOOKS & DESIGN® (Poky Logo)	42	74/523,539	5/10/94	1,947,587	1/9/96
GOLDEN BOOKS & DESIGN® (Poky Logo)	9	74/523,537	5/10/94	1,949,631	1/16/96
GOLDEN BOOKS & DESIGN® (Poky Logo)	16	74/732,050	9/18/95	2,013,497	11/5/96
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	9	75/021,768	11/17/95	2,217,543	1/12/99
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	28	75/021,769	11/17/95	2,221,897	2/2/99

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	16	75/021,770	11/17/95	2,223,020	2/9/99
GOLDEN BOOKS & DESIGN® (Sun Rising Logo)	9	74/459,982	11/18/93	1,899,487	6/13/95
GOLDEN BOOKS & DESIGN® (Poky Logo)	28	74/523,540	5/10/94	1,962,392	3/12/96
GOLDEN BOOKS & DESIGN® (Sunburst Logo)	42	75/034,229	12/1/95	2,080,174	7/15/97
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	9	75/016,826	10/27/95	1,993,697	8/13/96
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	28	74/722,021	8/28/95	1,993,467	8/13/96
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	16	74/559,242	8/10/94	2,006,749	10/8/96
GOLDEN BOOKS INTERACTIVE & DESIGN®	9	74/681,030	5/30/95	2,007,251	10/8/96
GOLDEN BOOKS INTERACTIVE®	9	74/693,980	6/26/95	2,111,088	11/4/97
GOLDEN BOOKS STORYLAND FOR KIDS & DESIGN®	42	74/569,576	9/2/94	1,959,799	3/5/96
GOLDEN BOOKS®*	16	74/497,666	3/7/94	1,883,540	3/14/95
GOLDEN BOOKS®	42	74/120,204	12/3/90	1,669,838	12/2/91
GOLDEN BOOKS®	9	75/037,203	12/26/95	2,040,152	2/25/97
GOLDEN COZY®	16	74/473,563	12/27/93	1,960,811	3/5/96

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	16	403,918	11/26/82	1,261,732	12/20/83
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	16	411,894	2/1/83	1,270,759	3/20/84
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	28	424,478	5/4/83	1,281,687	6/12/84
GOLDEN GALLERY®	28	74/234,108	12/30/91	1,779,751	6/29/93
GOLDEN GO ALONG BOOK 'N' TAPE®	9	73/766,809	12/1/88	1,549,012	7/25/89
GOLDEN LEARN ABOUT LIVING®	16	73/532,867	4/18/85	1,364,454	10/8/85
GOLDEN LEISURE LIBRARY® (Stylized)	16	73/033,038	9/26/74	1,027,930	12/23/75
GOLDEN MELODY®	16	73/439,452	8/15/83	1,289,005	8/7/84
GOLDEN MINIATURE®	28	73/499,806	9/17/84	1,333,418	4/30/85
GOLDEN MUSIC & DESIGN®	9	74/024,266	1/29/90	1,633,025	1/29/91
GOLDEN MUSIC®	9	73/838,599	11/13/89	1,607,333	7/24/90
GOLDEN PLAY LIGHTS®	16	74/358,653	2/11/93	1,951,674	1/23/96
GOLDEN PRESS SHOPPER'S SERVICE®	42	73/410,834	1/24/83	1,297,089	9/18/84
GOLDEN PRESS®	16	72/338,827	9/24/69	896,937	8/18/70

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN SCIENCE CLOSE-UP SERIES®	16	74/137,828	2/11/91	1,709,967	8/25/92
GOLDEN SEEK 'N' SOUND®	28	74/358,657	2/11/93	1,825,889	3/8/94
GOLDEN SHOWCASE®	42	74/331,292	11/16/92	1,808,641	11/30/93
GOLDEN SIGHT 'N' SOUND & DESIGN®	16	74/358,532	2/11/93	1,802,079	11/2/93
GOLDEN SING ALONG DESIGN® (Trade Dress - does not feature any words)	9	74/332,147	11/18/92	2,064,160	5/20/97
GOLDEN SING ALONG®	16	74/279,662	5/29/92	1,823,715	2/22/94
GOLDEN SONG BOOK 'N' TAPE®	9	756,556	10/7/88	1,538,049	5/9/89
GOLDEN SOUND PUZZLE®	28	74/284,473	6/15/92	1,792,199	9/7/93
GOLDEN SOUND STORY & DESIGN®	16	74/206,824	9/23/91	1,708,132	8/18/92
GOLDEN SOUND STORY®	16	74/362,981	3/1/93	1,807,495	11/30/93
GOLDEN STEP AHEAD & DESIGN®	16	474,977	4/11/84	1,328,466	4/2/85
GOLDEN STEP AHEAD & DESIGN®	9	518,982	1/23/85	1,364,206	10/8/85
GOLDEN STEP AHEAD PLUS®	16	622,985	9/29/86	1,438,581	5/5/87
GOLDEN STEP AHEAD®	16	73/805,991	6/12/89	1,586,727	3/13/90
GOLDEN STEP AHEAD®	16	477,287	4/25/84	1,339,161	6/4/85
GOLDEN STEP AHEAD®	9	517,655	1/11/85	1,350,485	7/23/85

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN STEP AHEAD®	16	537,431	5/13/85	1,368,956	11/5/85
GOLDEN STEP AHEAD®	28	610,750	7/21/86	1,431,344	3/3/87
GOLDEN STORY BOOK 'N' TAPE®	9	756,558	10/7/88	1,538,050	5/9/89
GOLDEN STORYLAND FOR KIDS & DESIGN®	42	74/497,018	3/4/94	1,885,466	3/21/95
GOLDEN TALKING TALES®	16	74/359,128	2/16/93	1,838,422	5/31/94
GOLDEN TELL-A-TALE®	16	73/585,773	3/3/86	1,410,470	9/23/86
GOLDEN®	16	793,532	4/13/89	1,569,673	12/5/89
GOLDEN®*	9	74/155,049	4/8/91	1,694,132	6/16/92
GOLDEN®	28	72/433,188	8/18/72	962,615	7/3/73
GOLDEN®	28	441,888	8/31/83	1,291,337	8/21/84
GOLDEN®	16	104,510	10/26/76	1,075,521	10/18/77
GOLDENCRAFT DESIGN® (Round star shape with griffin)	16	72/432,645	8/14/72	978,146	2/5/74
GOLDENCRAFT®	16	73/079,456	3/8/76	1,053,290	11/23/76
GOLDENVISION & DESIGN®	9	646,309	2/24/87	1,457,284	9/15/87
GOLDENVISION®	9	73/784,481	3/3/89	1,586,574	3/13/90
LITTLE GOLDEN BOOK DESIGN® (Gold Spine/Animals)	16	73/317,486	7/2/81	1,250,300	9/6/83

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
LITTLE GOLDEN BOOK DESIGN® (Format Trade Dress/Animals Spine)	16	73/431,481	6/20/83	1,312,277	6/1/85
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	28	73/766,999	12/2/88	1,579,180	1/23/90
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	16	73/766,997	12/2/88	1,580,028	1/30/90
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	9 16	73/776,568	1/2/89	1,556,660	9/19/89
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	9	73/771,898	12/24/88	1,568,073	11/28/89
LITTLE GOLDEN BOOK LAND®	9 16 28	73/783,608	2/24/89	1,574,535	1/2/90
LITTLE GOLDEN BOOKS®	16	72/382,853	2/1/71	931,794	4/4/72
LITTLE GOLDEN BOOKS® (Stylized)	16	75/173,986	9/30/96	2,105,229	10/14/97
LITTLE GOLDEN SOUND STORY®	16	74/362,985	3/1/93	1,803,242	11/9/93
LITTLE LITTLE GOLDEN BOOKS® (Stylized)	16	75/174,013	9/30/96	2,103,253	10/7/97
MY FIRST GOLDEN BOARD BOOK®	16	74/075,656	7/5/90	1,646,830	6/4/91

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
MY FIRST GOLDEN BOARD BOOK® (Stylized)	16	75/174,590	9/30/96	2,103,270	10/7/97
MY FIRST GOLDEN SOUND STORY®	16	74/360,160	2/11/93	1,832,199	4/19/94
THE GOLDEN BOOK ENCYCLOPEDIA®	16	717,874	3/21/88	1,510,101	10/25/88
THE GOLDEN SCIENCE CLOSE-UP SERIES & DESIGN®	16	74/207,259	9/26/91	1,701,778	7/21/92

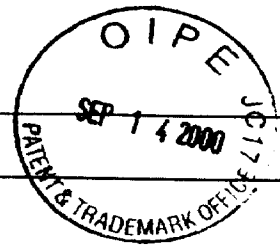
SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
APPROXIMATIONS					
G DESIGN™ (Goldie Logo)	9	75/209,714	12/9/96		
G DESIGN™ (Goldie Logo)	28	75/210,691	12/9/96		
G DESIGN™ (Goldie Logo)®	16	75/210,072	12/8/96	2,237,284	
GOLDEN BOOKSSM	41	75/120,280	6/17/96		
LITTLE GOLDEN BOOK DESIGN™ (Gold Spine/Stars)	28	75/021,772	11/17/95		
LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine)	28	75/024,082	11/17/95		
LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine)	16	75/024,087	11/17/95		
GOLD SPINE DESIGN™	16	75/446,162	3/6/98		
GOLDEN STORYBOOK LANDSM	41	75/434,715	2/17/98		
A GOLDEN SQUEAK-TIME BOOK™	16	75/434,713	2/17/98	2,302,770	12/21/99
GOLDEN GAMES™	42	75/403,970	12/11/97		

* Licensed to St. Martin's Press, Incorporated pursuant to purchase agreement and order of the Bankruptcy Court dated March 25, 1999.

SCHEDULE 1-B-1



MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
BOOKS & MOVIES					
A LITTLE NUGGET BOOK®	16	74/172,182	6/3/91	1,742,274	12/22/92
A LITTLE STORYLAND BOOK®	16	73/684,461	9/16/87	1,488,415	5/17/88
A MERRIGOLD MINIATURE®	16	73/379,363	9/26/80	1,193,978	4/20/82
A MERRIGOLD PRESS DRIVE AWAY BOOK®	16	74/505,937	3/28/94	1,918,844	9/12/95
A MERRIGOLD PRESS TELL-A-TALE®	16	74/559,250	8/10/94	1,941,834	12/12/95
A MILLION BUCKS®	28	73/830,737	10/11/89	1,621,380	11/6/90
A S-T-R-E-T-C-H A STRING BOOK®	16	74/656,160	2/21/95	2,041,209	2/25/97
A SHAPED LITTLE NUGGET BOOK®	16	74/500,543	3/15/94	1,926,436	10/10/95
A SHAPED NAPTIME TALE®	16	74/588,309	10/17/94	1,962,486	3/12/96
ACTIONCAPS®	16	74/484,062	1/31/94	1,899,858	6/13/95
AMERICAN FREEDOM LIBRARY		75/490,807			
AMERICAN REFERENCE LIBRARY		75/474,548			
AN EASIER START MOVIE STORYBOOK®	16	75/290,940	5/13/97	2,219,659	1/19/99
AN EASIEST START MOVIE STORYBOOK®	16	75/290,941	5/13/97	2,219,660	1/19/99
AN EASY START MOVIE STORYBOOK®	16	75/290,942	5/13/97	2,219,661	1/19/99
ARTISTS & WRITERS GUILD AND DESIGN®	16	74/335,502	11/30/92	1,833,320	4/26/94
ARTISTS & WRITERS GUILD BOOKS AND DESIGN®	16	74/387,253	5/6/93	1,863,202	11/15/94

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
ARTISTS & WRITERS GUILD BOOKS®	16	74/601,087	11/21/94	1,925,445	10/10/95
BATHS WITH LAUGHS®	16	74/627,939	1/31/95	2,049,627	4/1/97
BATTLE OF THE DINOSAURS®	28	74/339,520	12/14/92	1,811,618	12/14/93
BIG FUN SOUNDS®	16	74/459,984	11/18/93	1,903,555	7/4/95
BIG LITTLE BOOK®	16	72/322,022	3/18/69	902,127	11/10/70
BROADWAY COMICS	16	74/636,878	2/21/95	2,012,719	10/29/96
BUG OFF®	28	73/284,455	11/3/80	1,202,874	7/27/82
CAMP STEP AHEAD®	16	74/206,160	9/23/91	1,749,391	1/26/93
COLOR EXPRESS®	16	74/312,504	9/10/92	1,820,601	2/8/94
COLOR EXPRESS® (Stylized)	16	74/312,505	9/10/92	1,820,602	2/8/94
COLOR SURPRISE®	16	75/045,010	11/13/95	2,171,617	7/7/98
CREATURECAPS®	16	74/484,065	1/31/94	1,904,989	7/11/95
CUSTOM PUBLISHING®	42	73/823,525	11/24/89	1,591,540	4/10/90
DESIGNS BY ME		75/564,883			
DESIGNS BY ME®	16	74/497,668	3/7/94	1,904,990	7/11/95
DISORDERLY CONDUCT®	28	74/462,076	11/8/93	1,861,056	11/1/94
EAGER READER® (Stylized)	16	73/031,897	9/12/74	1,017,999	8/12/75

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
FATALE®	16	74/680,875	5/26/95	2,007,250	10/8/96
FEDERAL REFERENCE LIBRARY		75/525,598			
FIRST FUN & DESIGN® (Blocks Logo)*	16	74/155,207	4/8/91	1,671,116	1/7/92
FIRST FUN®*	16	73/366,090	5/24/82	1,229,737	3/8/83
FLIPFLEX®	28	74/282,269	6/8/92	1,780,872	7/6/93
FLY CAPS®	16	74/609,940	12/12/94	1,980,272	6/11/96
FLYING FRENCH FRIES®	28	74/305,497	8/19/92	1,848,260	8/2/94
FRAME-TRAY®	28	232,861	9/26/79	1,190,096	2/16/82
FRAME-TRAY®	28	75/169,279	9/20/96	2,105,180	10/14/97
FURRY FACE®	16	74/417,311	7/26/93	1,870,544	12/27/94
GIANT STICKER FUN®	16	74/155,203	4/8/91	1,690,141	6/2/92
GIRL TALK AND DESIGN®	16	73/739,904	7/11/88	1,590,824	4/10/90
GIRL TALK®	9	74/505,185	3/25/94	1,884,772	3/21/95
GIRL TALK®	16	72/391,235	5/6/71	925,538	12/14/71
HEAR! HEAR!®	16	74/479,496	1/18/94	1,906,516	7/18/95
HOME REFERENCE LIBRARY		75/525,599			
HOTSCOPES®	16	74/336,729	12/4/92	1,819,484	2/1/94
HUBCAPS®	16	74/484,063	1/31/94	1,899,859	6/13/95
JR. GOLFER				2,168,710	
KNIGHTS ON BROADWAY	16	75/146,679	8/7/96	2,091,091	8/26/97
LEARN WITH ME®	9	73/315,954	6/22/81	1,202,566	7/27/82

*Currently registered under the name "Western Publishing Company, Inc. We are in the process of recording the name change to "Golden Books Publishing Company, Inc."

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
LITERATURE REFERENCE LIBRARY		75/481,031			
LITTLE LOOK-IN®	16	74/267,183	3/11/93	1,846,217	7/19/94
LITTLE LULU®	16	72/419,687	3/27/72	958,607	5/8/73
LITTLE LULU®	16	72/420,496	4/5/72	959,441	5/22/73
LITTLE LULU®	16	72/436,008	9/18/72	962,620	7/3/73
LITTLE LULU®	16	72/460,870	6/20/73	990,189	8/6/74
MAGIC CORNER®	16	74/417,029	7/26/93	1,865,270	11/29/94
MAGIC SLATE PLUS®	28	74/058,604	5/14/90	1,642,916	4/30/91
MAGIC SLATE®	28	73/495,446	8/17/84	1,329,834	4/9/85
MAGNUS ROBOT FIGHTER®	16	74/335,510	11/30/92	1,860,373	10/25/94
MARK & SEE®	16	73,793,534	4/13/89	1,570,907	12/12/89
MATHEMATICS REFERENCE LIBRARY		75/481,197			
MERRIGOLD & DESIGN® (Flower with Smiling Face Logo)	16	74/319,373	10/2/92	1,820,606	2/8/94
MERRIGOLD PRESS & DESIGN® (Flower Logo)	16	74/533,161	6/3/94	1,924,620	10/3/95
MERRIGOLD PRESS & DESIGN® (Flower Logo)	28	75/037,204	12/26/95	2,124,229	12/23/97
MERRIGOLD PRESS & DESIGN® (Children Reading Logo)	16	73/624,815	10/9/86	1,443,120	6/16/87
MERRIGOLD PRESS®	16	73/317,363	7/2/81	1,202,005	7/20/82
MY FIRST SOUND STORY®	16	75/046,586	1/22/96	2,065,939	5/27/97
NATURE SHAPE®	16	74/393,082	5/21/93	1,860,388	10/25/94
PAINT WITH WATER & DESIGN® (Rainbow Logo)	16	73/437,696	8/3/83	1,301,577	10/23/84

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
PAT THE BUNNY**		75/649,680			
PAT THE BUNNY®**	28	73/702,316	12/21/87	1,654,411	8/20/91
PICTUREMATION®	9	73/583,752	2/19/86	1,409,304	9/16/86
PIRATE'S GOLD® (Stylized)	28	74/244,853	2/10/92	1,832,306	4/19/94
PLAY LIGHTS®	16	74/347,274	1/11/93	1,849,257	8/9/94
POPPIN' POPCORN®	28	74/325,782	10/26/92	1,796,011	9/28/93
POWERS THAT BE	16	74/640,345	2/22/95	2,007,137	10/8/96
PRESIDENTIAL REFERENCE LIBRARY		75/481,100			
PRESS 'N' LISTEN®	9	74/479,863	1/18/94	1,875,136	1/24/95
READ AND WEAR™	16	75/294,774	5/20/97	2,192,895	9/29/98
SCIENCE CLOSE-UP®	16	74/163,646	5/6/91	1,710,764	8/25/92
SCRATCH AND SNIFF & DESIGN™	16	75/297,619	5/23/97	2,219,674	1/19/99
SCREAMIN' 3-D™®	16	75/155,258	8/23/96	2,220,767	1/26/99
SCUFFY THE TUGBOAT		75/622,940			
SCUFFY THE TUGBOAT™®	16	75/028,582	12/6/95	2,062,768	5/20/97
SEE-A-WORD®	16	73/310,734	5/18/81	1,196,233	5/25/82
SEEK AND PEEK®	28	73/281,973	10/16/80	1,196,919	6/1/82
SHADOW STATE	16	74/640,350	2/22/95	2,065,561	5/27/97
SHAPE 'N' TAPE®	9	74/479,114	1/14/94	1,949,492	1/16/96
SIGHT 'N' SOUND®	16	74/489,923	1/14/94	1,880,593	2/28/95
SILLY SOUND STORIES®	28	74/522,695	5/10/94	1,932,371	10/31/95
SOLAR MAN OF THE ATOM®	16	74/343,085	12/24/92	1,794,948	9/28/93

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
SONG STEPPER®	16	74/259,574	3/27/92	1,766,709	4/20/93
SORT-A-SILLY®	28	74/434,328	9/7/93	1,890,635	4/18/95
SOUND OFF® (Stylized)	28	74/244,851	2/10/92	1,772,487	5/18/93
SOUND PICTURES®	28	74/696,194	7/3/95	2,007,265	10/8/96
SOUND STORY & DESIGN® (Blocks Logo)	16	73/831,591	10/16/89	1,634,014	2/5/91
SOUNDS BY ME & DESIGN®	16	74/511,400	4/8/94	1,926,441	10/10/95
SOUNDS BY ME®	16	74/505,948	3/28/94	1,903,562	7/4/95
SOUNDS OF THE SEASON®	16	74/479,519	1/18/94	1,899,855	6/13/95
STAR SEED	16	75/142,699	7/31/96	2,073,947	6/24/97
STEP AHEAD & DESIGN® (Ladder Logo)	16	74/607,876	12/7/94	1,986,311	7/9/96
STEP AHEAD®	9	74/524,874	5/16/94	1,946,092	1/2/96
STEP AHEAD®	16	74/681,898	5/30/95	1,968,573	4/16/96
STEP AHEAD®	16	73/489,158	7/9/84	1,325,789	3/19/85
STICKALONGS®	16	74/470,315	12/6/93	1,891,731	4/25/95
STICKER FUN®	16	73/315,088	6/17/81	1,202,001	7/20/82
STICKER STARTERS®	16	74/607,877	12/7/94	1,981,706	6/18/96
STORYTIME PLAYSET®	16	74/486,872	1/31/94	1,906,518	7/18/95
SWAT THAT FLY®	28	74/325,781	10/26/92	1,810,139	12/7/93
TALE 'N' TAPE®	9	74/218,965	11/4/91	1,812,763	12/21/93
TAWNY SCRAWNY LION		75/623,329			
TELL-A-TALE®	16	73/822,269	8/28/89	1,588,862	3/27/90
THE GINGHAMS®	16	73/827,581	9/25/89	1,594,210	5/1/90

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
THE GREENHOUSE A GUIDE TO INDOOR GARDENING®	16	73/234,057	10/5/79	1,170,142	9/22/81
THE LITTLE LULU SHOW		75/495,008			
THE OFFICIAL GIRL TALK FUN CLUB & DESIGN®	42	74/065,724	6/4/90	1,646,428	5/28/91
THE POKY LITTLE PUPPY		75/621,415			
THE POKY LITTLE PUPPY		75/621,134			
THE POKY LITTLE PUPPY®	16	73/724,046	4/22/88	1,529,675	3/14/89
THE RAINBOW WORKS & DESIGN®	16	73/660,694	5/14/87	1,468,297	12/8/87
THE RAINBOW WORKS & DESIGN®	28	73/661,805	5/19/87	1,470,773	12/29/87
THE SAGGY BAGGY ELEPHANT		75/621,902			
THE SAGGY BAGGY ELEPHANT		75/621,125			
THE SCRIBBLER & DESIGN® (Owl Logo)	16	73/238,027	11/5/79	1,182,044	12/15/81
THE SHY LITTLE KITTEN		75/623,330			
THE SHY LITTLE KITTEN		75/622,934			
THE SHY LITTLE KITTEN®	16	74/158,105	4/17/91	1,713,539	9/8/92
THE SUNNY PAGES WESTERN KENTUCKY DIRECTORIES				2,019,249	
THROUGH THE WINDOW®	16	74/417,656	7/26/93	1,848,201	8/2/94
TINY TOTS®	16	74/416,372	7/26/93	1,849,280	8/9/94
TOOTLE		75/622,121			
TOOTLE		75/622,114			
TOUCH 'N' LISTEN®	9	74/479,857	1/18/94	1,875,135	1/24/95

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
TRIXIE BELDEN®	16	91,497	6/24/76	1,060,755	3/8/77
TUBBY®	16; 28	32,508	9/20/74	1,057,536	2/1/77
TUROC DINOSAUR HUNTER®	16	74/341,952	12/14/92	1,812,922	12/21/93
TUROC THE DINOSAUR HUNTER™	28	75/395,946	11/25/97		
TYRANNOCAPS®	16	74/484,061	1/31/94	1,899,857	6/13/95
VISAGE COMICS	16	75/024,920	2/8/96	2,124,250	12/23/97
VISAGE COMICS	41	75/054,919	2/7/96	2,157,295	5/12/98
WAVE & DESIGN®	16	74/358,656	2/11/93	1,825,825	3/8/94
WAVE®	16	74/384,923	4/26/93	1,846,220	7/19/94
WESTERN & DESIGN® (W Logo)	35	72,433,303	8/21/72	954,215	2/27/73
WESTERN PUBLISHING®	42	73/822,618	8/28/89	1,601,559	6/12/90
WESTERN®	35	72/276,268	7/18/67	856,218	9/3/68
WILDLIFECAPS®	16	74/484,064	1/31/94	1,904,988	7/11/95

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
WORLD HISTORY REFERENCE		75/481,030			
APPENDIX					
LEADING TO READING™	35	75/380,629	10/29/97		
LEADING TO READING™	41	75/380,720	10/29/97		
TOTALLY AMAZING®	16	75/462,641	4/2/98	2,256,138	
WE CELEBRATE THE FAMILY SM	28	75/124,104	6/24/96		
THE LITTLE LULU SHOW	41	75/495,008	6/2/98		
COLOR PLUS FUN	16	75/541,720	8/24/98		
SPACE FAMILY ROBINSON™	41	74/462,085	11/8/93		
DRIVE AWAY (WP Ref. 106)* registered under "Western Publishing"	16	73/428,020	5/31/83	1,281,527	6/12/84

A.

"LASSIE" TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
<i>REGISTRATIONS</i>					
LASSIE	28	74/390,911	5/17/93	2,169,777	6/30/98
LASSIE	3, 5, 6, 18, 21	73/137,918	8/17/77	1,089,519	4/18/78
LASSIE	41	72/034,711	7/31/57	670,403	11/25/58
LASSIE	5	74/507,675	3/31/94	2,000,556	9/17/96
LASSIE	9	74/370,706	3/22/93	2,219,095	1/19/99
LASSIE	16	74/714,226	8/11/95	2,209,373	12/8/98

LONE RANGER

<u>Country</u>	<u>Mark</u>	<u>Reg. No./(Appl. No.)</u>	<u>Reg. Date/(Filing Date)</u>	<u>Class</u>
USA	LONE RANGER	850,146	6/4/68	28
	LONE RANGER	2,116,491	11/25/97	25
	THE LONE RANGER	1,314,682	1/15/85	21
	THE LONE RANGER	770,539	5/26/64	41
	THE LONE RANGER	365,670	3/14/39	16
	LONE RANGER	2,173,208	7/14/98	9
	LONE RANGER	2,169,772	6/30/98)	16
	LONE RANGER	2,139,305	2/24/98	28
	SILVER	1,802,750	11/2/93	21
	Lone Ranger Theme Music	2,155,923	5/12/98	41
	Lone Ranger Theme Music	2,155,924	5/12/98	9

UNDERDOG

A. TRADEMARKS

Trademark

Registration/Application No.

Design (Underdog)

Application No. 75/167,387

UNDERDOG

Registration No. 2,145,933

UNDERDOG

Application No. 75/167,383

UNDERDOG

Application No. 75/182,377



RANDOM HOUSE, INC.

November 29, 2001

Commissioner of Patents and Trademarks

Box Assignments

Fee

Washington, D.C. 20231

Mark	:	Various
Registrant/Applicant	:	Golden Books Publishing Company, Inc. Shari Lewis Enterprises, Inc.
Class(es)	:	Various
Registration No.	:	Various

Dear Sir:

We enclose;

- | | |
|--------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> Trademark Application | <input type="checkbox"/> Section 8 Declaration |
| <input type="checkbox"/> Service Mark Application | <input type="checkbox"/> Amendment to Allege Use |
| <input type="checkbox"/> Response | <input type="checkbox"/> Request for Extension of Time |
| <input type="checkbox"/> Specimens | <input type="checkbox"/> Sections 8 & 15 Declaration |
| <input type="checkbox"/> Statement of Use | <input type="checkbox"/> Renewal |
| <input type="checkbox"/> Request to Divide Application | <input checked="" type="checkbox"/> Termination and Release of Security Interests in Trademarks |

- Check no. 1358 in the amount of \$9,165.00.
- Please charge **Deposit Account No. 23-1220** for any filing fee deficiencies.
- Please stamp and return the enclosed postcard.

Respectfully submitted,

Cynthia E. Armstrong
Manager
Intellectual Property

Cc: Anke Steinecke, Esq, Group Legal/Random House Inc.-Cover only
Sonia Keith, Esq./Classic Media, Inc..-Cover with deposit materials
Karen Nielson, Esq., Kaye, Scholer, Fierman, Hays and Handler LLP-w/o Deposit materials
Eric M. Hellige, Esq., Pryor Cashman Sherman & Flynn LLP-w/o Deposit materials

1540 BROADWAY, NEW YORK, N.Y. 10036 • TELEPHONE 212 782-9000

RECORDED: 10/29/2001

**TRADEMARK
REEL: 002412 FRAME: 0945**