

05-13-2003

Form PTO-1594  
1-31-92

RECO



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

OFFICE OF PUBLIC

102445847

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): FOOT HILL CAPITAL CORP  
 Foothill Capital Corporation

**FINANCE SECTION**

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation-State  
 Other - Collateral Agent

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

2. Name and address of receiving party(ies):

Name: Broderbund Properties LLC  
 Internal Address: \_\_\_\_\_  
 Street Address: 399 Boylston Street  
 City: Boston State: MA ZIP: 02116

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation- \_\_\_\_\_  
 Other Limited Liability Company

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 Interest  Change of Name

Other Release of Security Interest:  
Reel/Frame No. 2252/0118

Execution Date: May 1, 2003

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
Please see the attached listing

Additional numbers attached?  Yes  No

Trademark Registration No.(s)  
Please see the attached listing

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Elizabeth A. Nunn, Senior Legal Assistant  
 Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas  
 City: New York State: New York ZIP: 10036

6. Total number of applications and registration involved 158

7. Total fee (37 CFR 3.41): ..... \$ 3965.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
23-1705 (in event of deficiency)  
 (Attach duplicate copy of this page if paying by deposit account)

05/12/2003 TBIAZI 00000202 1062392  
 01 FC:0521 40.00 IP  
 02 FC:0522 3925.00 IP

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.*

Elizabeth A. Nunn [Signature] May 7, 2003  
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 20

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion


Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks**  
**Box Assignments**  
**Washington, D.C. 20231**

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**TRADEMARK**  
**REEL: 002725 FRAME: 0569**

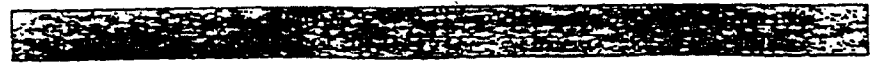
Mattel, Inc. Trademarks Assigned to TLC Productivity Properties, LLC



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FAMILY TREE MAKER	9/23/97	2,098,764
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IMAGIMAKER SERIES (& Design)	2/10/98	2,136,221
INFOPEA	10/29/96	2,012,333
INTERACTIVATOR	3/21/95	1,884,724
IT'S LEGAL	4/14/92	1,682,774

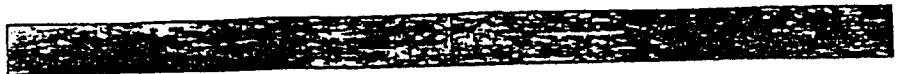


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PRINTMASTER PLATINUM	6/6/00	2,355,700
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QUICK TIPS	4/1/97	2,048,651
QUICKDATE	5/2/95	1,892,578
QUICKVERSE	1/30/90	1,579,841
RESUMES & MORE	1/14/97	2,029,929

SCORECARD	10/31/95	1,930,561
SCREEN DREAMS	10/3/95	1,924,472
SECRET MAIL	8/24/99	2,271,884
SMALL BUSINESS EXPERT	5/11/99	2,244,177
SMART GALLERY	12/12/95	1,940,755
SOFTKEY	11/10/92	1,730,764
SOFTKEY & design	7/14/92	1,700,322
SOFTWARE SENTRY	10/31/95	1,931,564
SOFTWARE TOOLWORKS, THE	10/11/94	1,857,789
SOFTWARE TOOLWORKS, THE	8/3/82	1,203,423
SOFTWARE TOOLWORKS, THE	4/4/95	1,887,093
SPIRITUAL EXPRESSIONS	7/11/00	2,366,829
SPORTS AND LEISURE IMAGES	2/14/95	1,879,374
STEP	1/28/97	2,033,853
STEP UP	7/14/98	2,172,990
STICKERSHOPPLUS!	10/31/95	1,931,497
STRADIWACKIUS	7/4/95	1,902,553
T/MAKER	7/20/82	1,201,835
T/MAKER & Design	2/6/96	1,954,858
T/MAKER & Design	10/29/96	2,012,743
TAXINSIGHT	1/14/97	2,029,928
TELMERGE	6/11/85	1,340,351
TORCH Logo	8/6/91	1,652,912
TWIST & SHOUT	6/27/89	1,545,224
TYPE! (Stylized)	12/20/88	1,517,669



ULTIMATE SCRAPBOOK CREATOR	5/16/00	2,350,986
UNIVERSE BEYOND	1/13/98	2,129,405
VIRUCIDE	11/19/91	1,665,430
WINTUTOR	9/19/95	1,919,328



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Mattel, Inc. Trademark Applications Assigned to TLC Productivity Properties, LLC



JDGREETINGS.COM	8/13/99	75/776,000
CLICKEDIT	4/16/99	75/683,974
MASTERART	2/12/99	75/639,514
PRINT SHOP ESSENTIALS, THE	5/6/98	75/480,194
PRINTMASTER PREMIER	1/28/98	75/424,561
THINK IT. PRINT IT.	4/15/97	75/275,737
ULTIMATE FAMILY TREE	3/23/99	75/666,463
VIRTUAL MAKEOVER	3/21/97	75/261,205

**TRADEMARK RELEASE**

This Release granted as of May 1, 2003, by Foothill Capital Corporation, a California corporation, as Agent (the "Agent"), with principal offices at 2450 Colorado Avenue, Suite 3000 West, Santa Monica, California 90404 to Broderbund Properties LLC, a Delaware company ("Assignor"), with principal offices at 399 Boylston Street, Boston, MA 02116, as follows:

**WITNESSETH:**

WHEREAS, the Assignor has heretofore granted to the Agent a security interest in certain U.S. trademarks, trademark registrations and trademark applications as more particularly set forth on Schedule A attached hereto (the "Marks") to secure the Obligations (as defined in the Intellectual Property Security Agreement, dated as of October 18, 2000, and as amended as of August 26, 2002, between the Agent and the Assignor (the "Security Agreement")); and

WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule A hereto.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby releases, discharges, quit claims and relinquishes unto the Assignor any and all right, title and interest in and to the Marks, and more particularly, (i) the security interest in the trademarks, trademark registrations and trademark applications as set forth on Schedule A hereto, (ii) all Proceeds (as such term is defined in the Security Agreement)

and products of the Marks, (iii) the goodwill of the business symbolized by the Marks and (iv) all causes of action arising prior to or after October 18, 2000 for infringement of any of the Marks or unfair competition regarding the same, and granted to the Agent by the Assignor by the Security Agreement, which Assignment was duly recorded on or about March 15, 2001 at Trademark Reel 2252, Frame 0561 in the United States Patent and Trademark Office and which amendment thereto was duly recorded on or about August 30, 2002 at Trademark Reel 2606, Frame 0118 in the United States Patent and Trademark Office.

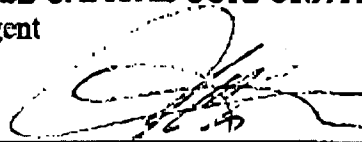
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FOOTHILL CAPITAL CORPORATION  
as Agent

By: \_\_\_\_\_

Name:

Title:

  
ALAN KIN  
VP

**ACKNOWLEDGMENT**

STATE OF CALIFORNIA

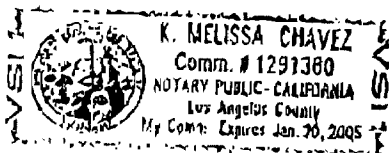
)ss.

COUNTY OF LOS ANGELES

On May 2, 2003 before me, K. Melissa Chavez, Notary Public, personally appeared Charles Kim, personally known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the Vice President of **Foothill Capital Corporation**, a California Corporation, whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon which the person acted, executed the instrument.

WITNESS my hand and official seal.

[Seal]



*K. Melissa Chavez*  
Notary Public  
My Comm. Expires January 20, 2005

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TRADEMARK

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STRADIWACKIUS	7/4/95	1,902,553
T/MAKER	7/20/82	1,201,835
T/MAKER & Design	2/6/96	1,954,858
T/MAKER & Design	10/29/96	2,012,743
TAXINSIGHT	1/14/97	2,029,928
TELMERGE	6/11/85	1,340,351
TORCH Logo	8/6/91	1,652,912
TWIST & SHOUT	6/27/89	1,545,224
TYPE! (Stylized)	12/20/88	1,517,669

ULTIMATE SCRAPBOOK CREATOR	5/16/00	2,350,986
UNIVERSE BEYOND	1/13/98	2,129,405
VIRUCIDE	11/19/91	1,665,430
WINTUTOR	9/19/95	1,919,328

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TRADEMARK

REEL: 002725 FRAME: 0587

# Mattel, Inc. Trademark Applications Assigned to TLC Productivity Properties, LLC



JDGREETINGS.COM	8/13/99	75/776,000
CLICKEDIT	4/16/99	75/683,974
MASTERART	2/12/99	75/639,514
PRINT SHOP ESSENTIALS, THE	5/6/98	75/480,194
PRINTMASTER PREMIER	1/28/98	75/424,561
THINK IT. PRINT IT.	4/15/97	75/275,737
ULTIMATE FAMILY TREE	3/23/99	75/666,463
VIRTUAL MAKEOVER	3/21/97	75/261,205