

Schedule 5.1

Liens as of the date hereof:

1. The only Lien on Fleer/SkyBox Intellectual Property was held by PNC Bank, but Seller believes that Alex Grass or an entity owned or controlled by him has acquired the position of PNC Bank with respect to Fleer/SkyBox.
2. Gary Bourne PSS Warehousing/Transportation, a warehouseman, has asserted a Lien against Fleer Collectibles Assets.

At the Closing, Buyer will receive the Purchased Assets free and clear of all Liens, including those identified above.