

"Inventory" means all Goods and merchandise now owned or hereafter acquired by the Debtor (wherever located, whether in the possession of the Debtor or of a bailee or other person for sale, storage, transit, processing, use or otherwise consisting of whole goods, components, supplies, materials, returned or repossessed goods or goods consigned by the Debtor to a third party) which are held for sale or lease or to be furnished (or have been furnished) under any contract of service or which are raw materials, work in process, finished goods or materials used or consumed in the Debtor's business or processed by or on behalf of the Debtor.

"Lien" means, with respect to any asset, any mortgage, lien, pledge, charge, security interest or encumbrance of any kind whatsoever in respect of such asset.

"Monogram" means Monogram Credit Card Bank of Georgia, a Georgia banking corporation.

"Monogram Receivables" means all obligations now or hereafter owing to, and all rights now or hereafter acquired by, Monogram arising out of any of the private label credit card sales referred to in clause (i) of the definition of "GECC Receivables."

"Permitted Liens" means the Liens set forth on Schedule II to the Security Agreement.

"Proceeds" means whatever is received upon the sale, exchange, collection or other disposition of Collateral or proceeds of Collateral and includes (without limitation) insurance payable by reason of loss or damage to Collateral.

"Prudential" means The Prudential Insurance Company of America.

"Prudential Loan Agreement" means the Loan Agreement, dated June 20, 1989, by and among the Debtor, Knox Home Centers, Inc., Somerville and Prudential, as the same has been and may hereafter be amended, supplemented or otherwise modified to the extent permitted by this Agreement.

"Prudential Real Estate Financing" means the financing by Prudential provided for by the Prudential Loan Agreement and other documentation executed and delivered in connection therewith.

"Security Agreement" means that certain Amended and Restated Security Agreement, dated as of October 3, 1996, between the Debtor, the Administrative Agent and the