

MRD 7-24-98

FORM PTO-1594  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)

REC

07-29-1998

**RECEIVED**

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

JUL 24 1998

Attached original documents or copy thereof.



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Tab settings     ▼  
To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

The Chase Manhattan Bank

- Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State of New York  
 Other \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: January 30, 1998

2. Name and address of receiving party(ies)

Name: Rheox, Inc.

Internal Address: \_\_\_\_\_

Street Address: Wyckoffs Mill Road

City: Highstown State: NJ ZIP: 08520

- 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

See attached schedule

B. Trademark Registration No.(s)

See attached schedule

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Devon Salts

Internal Address: \_\_\_\_\_

07/27/1998 DCORTES 00000107 1779414

01 FC:441  
02 FC:442

Street Address: Weil, Gotshal & Manges LLP

767 Fifth Ave

City: New York State: NY ZIP: 10153

6. Total number of applications and registrations involved: \_\_\_\_\_

23

7. Total fee (37 CFR 3.41).....\$ 590.

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.

Devon Salts  
Name of Person Signing

Devon Salts  
Signature

July 23, 1998  
Date

Total number of pages including cover sheet, attachments, and document: 6

TRADEMARK REGISTRATIONS

1,779,414 for BENAQUA  
1,231,549 for BARAGEL  
1,463,193 for BENATHIX  
544,075 for BENTONE  
1,189,031 for BENTONE  
1,262,082 for BENTONE GEL  
1,399,071 for BETONE SD  
646,969 for M-P-A  
1,318,790 for MACALOID  
571,002 for MACALOID  
1,943,438 for NALZIN  
1,246,727 for NALZIN  
1,488,030 for POST4  
945,014 for RHEOX  
1,369,686 for SD-1  
1,369,687 for SD-2  
749,616 for THIXATROL  
601,491 for THIXCIN  
1,210,152 for THIXSEAL

TRADEMARK APPLICATIONS

75/315,562 for NYKON  
75/252,121 for RHEOLATE  
75/315,563 for RHEOX  
75/315,499 for RHEOX

**RELEASE OF CONDITIONAL ASSIGNMENT OF  
AND SECURITY INTEREST IN TRADEMARK RIGHTS**

**THIS RELEASE OF CONDITIONAL ASSIGNMENT OF AND SECURITY INTEREST IN TRADEMARK RIGHTS ("Release"), effective as of January 30, 1998, is made by The Chase Manhattan Bank, a New York banking corporation with offices at 270 Park Avenue, New York, New York 10017 ("Chase").**

**WITNESSETH:**

**WHEREAS, Rheox, Inc. (presently known as NL Capital Corporation), a Delaware corporation with offices at Wyckoffs Mill Road, Highstown, NJ 08520 (Rheox) and Chase, as agent for each of the Lenders (as defined in the Security Agreement) are parties to a Credit Agreement dated January 30, 1997 (as amended from time to time, the "Credit Agreement"), and to an Amended and Restated Security Agreement dated January 30, 1997 (as amended from time to time, the "Security Agreement") in which Rheox granted a security interest in its Trademark Collateral (as defined in the Security Agreement) in favor of Chase, including without limitation a security interest in the United States trademarks listed on Schedule A attached hereto (the "Trademarks"), to secure all Secured Obligations (as defined in the Security Agreement) of Rheox;**

**WHEREAS, Chase executed and delivered to Rheox a Release of Conditional Assignment of and Security Interest in Trademarks dated December 29, 1997;**

**WHEREAS, as required by Section 6.12(a) of the Credit Agreement, RIMC, Inc. (the Company) has executed and delivered a Joinder Agreement, dated as of December 29, 1997, pursuant to which the Company has for all purposes become a Subsidiary Guarantor under the Credit Agreement and the Security Agreement;**

**WHEREAS, Rheox assigned all its right, title and interest in the Trademarks to the Company and the Company is now the owner of the Trademarks pursuant to the Intellectual Property Assignment and Assumption Agreement between Rheox and the Company dated December 29, 1997 (the "Assignment Agreement");**

**WHEREAS, in accordance with the terms of the Credit Agreement and the Security Agreement, the Company executed and delivered to Chase a Conditional Assignment of and Security Interest in Trademarks dated December 29, 1997;**

**WHEREAS, Chase as agent for each of the Lenders as set forth in the Security Agreement is authorized by the Lenders to release any Lien (as defined in the Credit**



SCHEDULE A

TRADEMARKS

U.S. TRADEMARK REGISTRATION AND APPLICATIONS

Intellectual property has been assigned or transferred to RIMC, Inc. pursuant to documentation provided to Purchaser.

TRADEMARK NAME	COUNTRY	REGISTRATION NUMBER
BENAQUA	USA	1779414
BARAGEL	USA	1231549
BENATHIX	USA	1463193
BENTONE	USA	544075
BENTONE	USA	1189031
BENTONE GEL	USA	1262082
BENTONE SD	USA	1399071
M-P-A	USA	646969
MACALOID	USA	1318790
MACALOID	USA	571002
NALZIN	USA	1943438
NALZIN	USA	1246727
NYKON	USA	APPL. NO. 75/315,562
POST 4	USA	1488030
RHEOLATE	USA	APPL. NO. 75/252,121
RHEOX	USA	945014
RHEOX	USA	APPL. NO. 75/315,563
RHEOX	USA	APPL. NO. 75/315,449
SD-1	USA	1369686
SD-2	USA	1369687



**TRADEMARKS**

<b>THIXATROL</b>	<b>USA</b>	<b>749616</b>
<b>THIXCIN</b>	<b>USA</b>	<b>601491</b>
<b>THIXSEAL</b>	<b>USA</b>	<b>1210152</b>