

FORM PTO 1594

06-15-1999

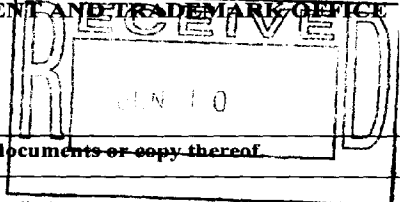
U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

R



HEET

101066103



MRD 6-10-99

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

1. Name of conveying Party(ies):
Fleet Capital Corporation

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other - Release
- Merger
- Change of name

Execution Date: May 26, 1999

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

Name: Superior Electronics Group, Inc.

Internal Address:

Street Address: 2501 63rd Avenue East

City: Bradenton State: Florida Zip: 34203

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

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No (Designations must be separate from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,954,952

Additional numbers attached? Yes No

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

Name: James D. Wright, Esq.

Internal Address: Troutman Sanders LLP

Street Address: 600 Peachtree Street, N.E.
Suite 5200

City: Atlanta

State: GA Zip: 30308-2216

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00 ^E

Enclosed

Authorized to be charged to deposit account

(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.

James D. Wright
Name of Person Signing

Signature

June 10, 1999
Date

Total number of pages comprising cover sheet: 4

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

06/15/1999 DNGUYEN 00000006 195495E
01 FC:481 40.00 0P
0402934.08

TRADEMARK
REEL: 001912 FRAME: 0200

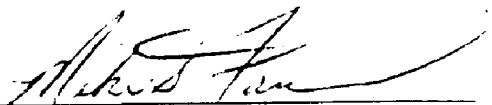
TRADEMARK TRANSFER AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, Fleet Capital Corporation, a Rhode Island corporation ("Assignor"), does hereby sell, assign, transfer and convey to Superior Electronics Group, Inc., a Florida corporation ("Assignee"), **without any representation or warranty by, or recourse to**, Assignor, all right, title and interest of Assignor in and to the trademarks listed on Schedule A attached hereto, arising under that certain Trademark Security Agreement dated January 24, 1997, between Assignee and Assignor (as at any time amended, the "Trademark Security Agreement"), recorded February 7, 1997 on Reel 1534, Frame 0752, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.

This Assignment intended to operate as a release of all liens and security interests conveyed by Assignee to Assignor pursuant to the terms of that certain Trademark and Security Agreement, and to reassign to Assignee all of the Assignor's right, title, and interest acquired pursuant to the terms of such Trademark Agreement.

IN WITNESS WHEREOF, Assignor has caused this Agreement to be signed and sealed by its duly authorized officers, on May 26, 1999.

FLEET CAPITAL CORPORATION

By: 

Title: VP

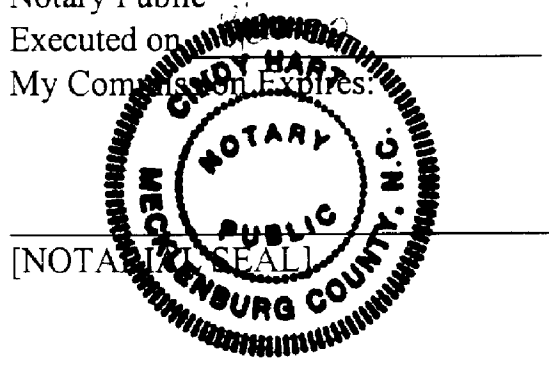
STATE OF Rhode Island

COUNTY OF Wickliffeburg

BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 26 day of May, 1999, personally appeared Michael S. Faircloth to me known personally, and who, being by me duly sworn, deposes and says that he is the Sr. Vice President of Fleet Capital Corporation, a Rhode Island corporation, and that said instrument was signed by him on behalf of said corporation by authority of its Board of Directors, and said Michael S. Faircloth acknowledged said instrument to be the free act and deed of said corporation.

Cindy Hart

Notary Public
Executed on _____
My Commission Expires: _____



[NOTARY SEAL]

SCHEDULE A

to Trademark Transfer and Assignment
dated May 26, 1999
by FLEET CAPITAL CORPORATION
to SUPERIOR ELECTRONICS GROUP, INC.

United States Trademark Registration Number 1,954,952.

00200

RECORDED: 06/10/1999

TRADEMARK
REEL: 001912 FRAME: 0203