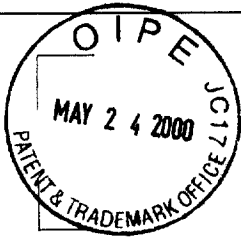


Handwritten initials and date: *MM 5-24-00*



06-19-2000



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other Release of Security Interest

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

06/16/2000 DNGUYEN 00000209 1569252

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

ERIN D. REUSING
Name of Person Signing

Erin D. Reusing
Signature

5-23-00
Date Signed

**WILLCOX & GIBBS, INC.
OTHER INTELLECTUAL PROPERTY SECURITY RELEASE**

WHEREAS ABLECO FINANCE LLC, a Delaware limited liability company (the "Assignee"), and WILLCOX & GIBBS, INC., a Delaware corporation (the "Assignor"), entered into that certain Assignment for Security (Other Intellectual Property) dated as of April 20, 1999 (the "Agreement") that by its terms granted the Assignee, as defined in the Agreement, a security interest in and mortgage on (a) certain collateral as defined in the Agreement, including without limitation (b) certain collateral reproduced as Appendix A hereto (collectively, the "Collateral"), to secure prompt payment, performance and observance of the Obligations, as defined in the Agreement;

WHEREAS the Assignor has paid in full the Obligations for which the security interest in and mortgage on the Collateral were granted;

NOW THEREFORE the Assignee agrees as follows:

The Assignee hereby releases to the Assignor the security interest in and the mortgage on the Collateral granted to the Assignee under the Agreement, which was recorded with the U.S. Patent and Trademark Office on July 23, 1999, reel/frame 001934/0298. The Assignee hereby authorizes the recordal of this Other Intellectual Property Security Release.

IN WITNESS WHEREOF the Assignee by the signature below of its duly authorized representative agrees to be bound by the provisions of this Other Intellectual Property Security Release.

Dated: April 28, 2000

ABLECO FINANCE LLC

By: _____

Name:

Title:

Appendix A

SERVICE MARKS

	REGISTRATION NO.	MARK
Willcox & Gibbs, Inc.	1,569,252	WILLCOX & GIBBS
	1,560,503	W&G
	2,127,573	REXEL
	2,124,121	REXEL