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OMB 0651-0027

07-03-2001

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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6.13.01

RECORDATION FORM COVER SHEET
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06-13-2001

U.S. Patent & TMO/TM Mail Rpt Dt #96

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Reel # Frame #
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- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
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Name

Formerly

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

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- Individual General Partnership Limited Partnership
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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002322 FRAME: 0737

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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)

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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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1986312"/>	<input type="text" value="2278241"/>	<input type="text" value="2390758"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2390759"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.)

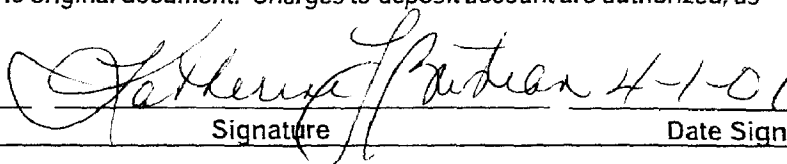
Deposit Account Number: #

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.

KATHERINE F. BASTIAN, ESQ.



Name of Person Signing

Signature

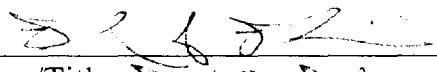
Date Signed

**REASSIGNMENT AND RELEASE OF INTEREST IN
PATENTS, TRADEMARKS, COPYRIGHTS AND LICENSES**

KNOW ALL MEN BY THESE PRESENTS, that **FIRST UNION NATIONAL BANK, successor by merger to CORESTATES BANK, N.A.**, (hereinafter referred to as "**Secured Party**"), DOES HEREBY CERTIFY that the security interest and collateral assignment it holds in certain patents, trademarks, copyrights and licenses, as set forth in Exhibits "A", "B", "C" and "D" attached hereto and incorporated herein (the "**Intellectual Property**"), of **FIRST QUALITY PRODUCTS, INC.**, a New York corporation (hereinafter referred to as "**Debtor**"), pursuant to a certain Collateral Assignment of Patents, Trademarks, Copyrights and Licenses, recorded October 25, 1995, by Debtor in favor of Secured Party, recorded in the United States Office of Patents and Trademarks at Reel 1403 Frame 0344, and as amended by an Acknowledgment, Amendment and Confirmation recorded June 18, 1999, by Debtor in favor of Secured Party, recorded in the United States Office of Patents and Trademarks at Reel 1916 Frame 0532 (collectively, the "**Security Agreement**") is released and all interests in the Intellectual Property, any related property previously assigned to Secured Party under the Security Agreement, and the goodwill associated therewith are hereby reassigned to Debtor, without representation, warranty or recourse of any kind, nature or description.

IN WITNESS WHEREOF, Secured Party has caused this Reassignment and Release of Interest in Patents, Trademarks, Copyrights and Licenses to be executed by its duly authorized corporate officer this 18th day of December, 2000.

**FIRST UNION NATIONAL BANK,
successor by merger to
CORESTATES BANK, N.A.**

By: 
Name/Title: Paul R. Phillips, SOP

STATE OF NEW YORK

:
: SS.
:

COUNTY OF NASSAU

On this, the 18th day of December, 2000, before me, a Notary Public, personally appeared Paul Phillips, who acknowledged himself/herself to be the SVP of **First Union National Bank, successor by merger to CoreStates Bank, N.A.**, and that he/she as such officer, being so authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing on behalf of the bank himself/herself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Jessica R. Todaro

Notary Public

My commission expires:

11/21/2000
Notary Public - State of New York
No. 4812481
Qualified in Nassau County
Residence: Nassau County
02

EXHIBIT "A"

TO

**RELEASE OF SECURITY INTEREST IN
PATENTS, TRADEMARKS, COPYRIGHT AND LICENSES**

Patents

NONE

EXHIBIT "B"

TO

**RELEASE OF SECURITY INTEREST IN
PATENTS, TRADEMARKS, COPYRIGHT AND LICENSES**

Trademarks

SEE ATTACHED

ATTACHMENT TO

**REASSIGNMENT and RELEASE of INTERESTS to
FIRST QUALITY PRODUCTS, INC. from FIRST UNION NATIONAL BANK,
successor by merger to CORESTATES BANK, N.A.**

Trademark	Reg. No.	Registered
PREVAIL	1986312	07/09/1996
TOTALCARE	2278241	09/14/1999
PREVAIL	2390758	10/03/2000
FIRST QUALITY	2390759	10/03/2000

EXHIBIT "C"

TO

**RELEASE OF SECURITY INTEREST IN
PATENTS, TRADEMARKS, COPYRIGHT AND LICENSES**

Copyrights

NONE

EXHIBIT "D"

TO

**RELEASE OF SECURITY INTEREST IN
PATENTS, TRADEMARKS, COPYRIGHT AND LICENSES**

Licenses

NONE