



ab settings = = = v

101867445

attached original documents or copy thereof.

Name of conveying party(ies):

Citicorp North America, Inc.

Individual(s)

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

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

Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other Release of Security Interest

Execution Date: August 22, 2001

2. Name and address of receiving party(ies)

Name: Zenith Electronics Corporation

Internal Address:

Street Address: 2000 Millbrook Dr.

City: Lincolnshire State: IL ZIP: 60069

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)

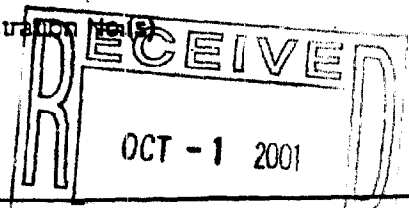
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

2083197

B. Trademark Registration No.(s)



Additional numbers attached? Yes No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved:

116

7. Total fee (37 CFR 3.41).....\$ 2,915

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Laura Konrath

[Handwritten Signature]
Signature

9/24/01

Date

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

All documents to be recorded with required cover sheet information

TRADEMARK
REEL: 002379 FRAME: 0281

Continuation
Item 4

Exhibit A
Trademark Registration Numbers

1)	2,083,197	886,248	1,547,147
	2,204,918	891,217	1,653,530
	2,070,452	1,155,387	1,652,240
	1,231,727	1,245,862	1,914,681
	1,393,119	1,248,925	1,925,160
	1,539,559	1,269,225	1,845,491
	1,845,515	1,498,453	1,456,189
	1,892,003	1,498,463	2,067,714
	781,276	1,501,185	1,287,001
10	1,337,635	407,714	1,720,034
	1,250,998	672,740	1,715,361
	2,073,861	1,256,683	1,921,792
	1,661,545	410,894	2,073,860
	2,104,429	1,857,590	695,210
	1,846,598	164,341	1,150,875
	375,392	335,735	373,400
	440,742	862,429	380,503
	665,969	862,704	382,876
	672,435	863,910	403,892
20	700,146	864,168	404,673
	705,555	864,266	419,386
	824,906	864,509	421,527
	828,809	864,898	865,603
	1,212,303	1,276,668	865,746
	1,249,660	1,277,597	866,043
	1,255,391	1,306,947	880,592
	1,255,882	1,445,065	978,613
	1,256,037	1,478,640	1,193,896
	1,256,915	1,486,963	1,207,992
30	1,271,828	1,497,741	1,505,981
	1,551,738	1,359,046	1,508,111
	1,591,746	1,816,755	1,508,400
	700,147	1,871,293	1,540,166
	1,144,008	1,944,944	1,545,230
	1,240,140	1,218,240	1,546,436
	1,243,470	1,331,818	1,547,057
	1,846,147	1,933,810	2,036,928
38	2,126,756	977,683	

38 ↑

38 ↑

37 ↑

Trademark Application Numbers

75/595723	75/591905	75/310646

③

RELEASE OF SECURITY INTEREST (Trademarks)

This Release of Security Interest (this "Release") is made the 22-day of August, 2001, for the benefit of ZENITH ELECTRONICS CORPORATION, a Delaware corporation, having an office located at 2000 Millbrook Drive, Lincolnshire, Illinois 60069 (the "Company"), by CITICORP NORTH AMERICA, INC., as Agent, a Delaware Corporation, having an office located at 399 Park Avenue, 6th Floor Zone 4, New York, New York 10043 ("Agent").

RECITALS

WHEREAS, the Company, the Agent, the Lenders signatory thereto, and the Issuing Bank entered into a Credit Agreement dated as of November 9, 1999 (the "Credit Agreement");

WHEREAS, as consideration for the loans made under the Credit Agreement, the Company granted to Agent, for its benefit and the benefit of the Lenders and the Issuing Bank, a continuing security interest ("Security Interest") in all of its right, title and interest in and to all trademarks listed on Exhibit "A" attached hereto (the "Trademarks") pursuant to (i) that certain Trademark Collateral Security Agreement dated as of March 31, 1997, (ii) that certain Grant of Security Interest in Trademarks dated December 31, 1997, (iii) that certain Trademark Collateral Security Agreement dated August 24, 1999, and (iv) that certain Trademark Collateral Security Agreement dated as of November 9, 1999, (collectively, the "Security Agreement");

WHEREAS, Company has paid in full all of its outstanding obligations under the Credit Agreement (other than those obligations that expressly survive the termination of the Credit Agreement);

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, Agent hereby agrees, without recourse or warranty of any kind, as follows:

1. The Security Interest granted in and to the Trademarks listed on Exhibit "A" and recorded in the U.S. Patent and Trademark Office is hereby terminated.

IN WITNESS WHEREOF, the undersigned has executed this Release as of the 22 day of August, 2001.

CITICORP NORTH AMERICA, INC., as Agent

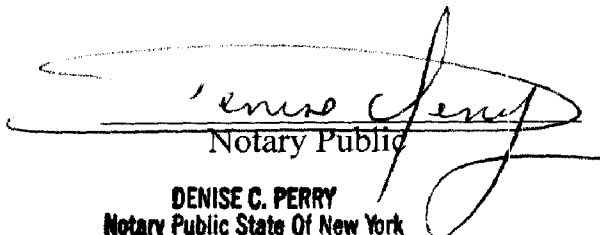
By: Miles D. McManus

Name: Miles D. McMANUS

Title: Vice President

STATE OF NEW YORK
COUNTY OF NASSAU

On this 22 day of August, 2001 before me personally came Miles D. McMANUS, to me personally known and known to me to be the person described in and who executed the foregoing instrument as VICE PRESIDENT of Citicorp North America, Inc. who being by me duly sworn, did depose and say that he/she resides at 388 GREENWICH ST. NY NY 10013; and that he/she is the VICE PRESIDENT of Citicorp North America, Inc., the corporation described in and which executed the foregoing instrument.


Notary Public

DENISE C. PERRY
Notary Public State Of New York
No. 01PE6045304
Qualified in Nassau County
Commission Expires: 07/31/20 02

**Exhibit A
Trademark Registration Numbers**

D	2,083,197	886,248	1,547,147
	2,204,918	891,217	1,653,530
	2,070,452	1,155,387	1,652,240
	1,231,727	1,245,862	1,914,681
	1,393,119	1,248,925	1,925,160
	1,539,559	1,269,225	1,845,491
	1,845,515	1,498,453	1,456,189
	1,892,003	1,498,463	2,067,714
	781,276	1,501,185	1,287,001
10	1,337,635	407,714	1,720,034
	1,250,998	672,740	1,715,361
	2,073,861	1,256,683	1,921,792
	1,661,545	410,894	2,073,860
	2,104,429	1,857,590	695,210
	1,846,598	164,341	1,150,875
	375,392	335,735	373,400
	440,742	862,429	380,503
	665,969	862,704	382,876
	672,435	863,910	403,892
20	700,146	864,168	404,673
	705,555	864,266	419,386
	824,906	864,509	421,527
	828,809	864,898	865,603
	1,212,303	1,276,668	865,746
	1,249,660	1,277,597	866,043
	1,255,391	1,306,947	880,592
	1,255,882	1,445,065	978,613
	1,256,037	1,478,640	1,193,896
	1,256,915	1,486,963	1,207,992
30	1,271,828	1,497,741	1,505,981
	1,551,738	1,359,046	1,508,111
	1,591,746	1,816,755	1,508,400
	700,147	1,871,293	1,540,166
	1,144,008	1,944,944	1,545,230
	1,240,140	1,218,240	1,546,436
	1,243,470	1,331,818	1,547,057
	1,846,147	1,933,810	2,036,928
38	2,126,756	977,683	

38 ↑

38 ↑

37 ↑

Trademark Application Numbers

75/595723	75/591905	75/310646

③