

08-30-2002

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FORM PTO-1594

(Rev. 6-93)



SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks 102206974

Send original documents or copy thereof.

1. Name of conveying party(ies):

Citicorp USA, Inc.
399 Park Avenue
New York NY10043



- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State of Delaware
- Other _____

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other Release of Security Interest in Trademarks

Execution Date: August 22, 2002

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

Name: EG&G Technical Services, Inc.

Internal Address: _____

Street Address: 900 Clopper Road, Suite 200

City: Gaithersburg State: MD ZIP 20878

- 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
(Designation must be a separate document from Assignment).

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

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

A. Trademark Application No.(s)

75/586,658

B. Trademark Registration No.(s)

2,120,904 2,165,153 2,154,561 2,133,926
2,102,963

Additional numbers attached? Yes No

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

Name: O'Melveny & Myers LLP

Internal Address: Attn: Eric Yoon, Esq.

Street Address: 275 Battery Street

City: San Francisco State: CA ZIP 94111

6. Total number of applications and registration involved: 6

7. Total fee (37 CFR 3.41):..... \$165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

08/29/2002 DBYRNE 00000044 75586658

DO NOT USE THIS SPACE

01 FE:481 40.00 OP
02 FE:483 125.00 OP

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.

Eric Yoon, Esq.

August 23, 2002
Date

Total number of pages including cover sheet, attachments, and document: 4

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

**TERMINATION AND RELEASE
OF SECURITY INTEREST**

Citicorp USA, Inc., in its capacity as administrative agent for the Lenders and the Issuing Banks referred to below (in such capacity, the "Administrative Agent") under the Credit Agreement, dated as of August 20, 1999 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among EG&G Technical Services, Inc., as borrower (the "Borrower"), Carlyle-EG&G Holdings Corp., as guarantor, the financial institutions party thereto from time to time as lenders (the "Lenders"), the financial institutions party thereto from time to time as issuing banks (the "Issuing Banks"), the Administrative Agent, Bankers Trust Company, as syndication agent, Credit Lyonnais New York Branch, as documentation agent, and The Bank of New York, as co-agent, and pursuant to that certain Intellectual Property Security Agreement, dated as of August 20, 1999 (as amended, supplemented or otherwise modified from time to time, the "IP Security Agreement"), between the Borrower and the Administrative Agent, a copy of which IP Security Agreement was recorded with the Patent and Trademark Office in August 1999, at Reel 1957, Frame 0513, hereby releases and terminates the security interest granted to it by the Borrower pursuant to the IP Security Agreement in each of the trademark registrations, service marks and tradenames set forth on Schedule A hereto.

[Signature Page Follows]

IN WITNESS WHEREOF, the Administrative Agent has executed this Termination and Release of Security Interest as of this 22nd, day of August, 2002.

CITICORP USA, INC., as Administrative Agent

By: *Larry Farley*
Name:
Title:

STATE OF NEW YORK)

) SS

COUNTY OF NEW YORK)

Before me, a Notary Public, in and for said State and County, personally appeared LARRY FARLEY, who being first duly sworn upon his/her oath, acknowledged the execution of the foregoing Termination and Release of Security Interest as his/her voluntary act and deed.

WITNESS my hand and Notarial Seal this 20th day of August, 2002.

Notary Public
My Commission Expires:

Kenneth B. Orenbach

KENNETH B. ORENBACH
NOTARY PUBLIC, State of New York
No. 020R4851413
Qualified in New York County
Commission Expires January 31, 2006



SCHEDULE A

<u>Mark</u>	<u>Owner</u>	<u>Registration No. Application No.</u>	<u>Registration Date/ Expiration Date</u>
EG&G + Magnet	EG&G Technical Services, Inc.	2120904	12/16/97 12/16/07
EG&G Insight	EG&G Technical Services, Inc.	2165153	06/16/98 06/16/08
EGGINC.COM	EG&G Technical Services, Inc.	75/586658	3/23/98
Magnet Black Solid Outline	EG&G Technical Services, Inc.	2154561	05/05/98 05/05/08
EG&G Astrophysics	EG&G Technical Services, Inc.	2133926	02/03/98 02/03/08
EG&G Information Technologies	EG&G Technical Services, Inc.	2102963	10/07/97 10/07/07