

02-24-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-007 (exp. 6/30/2005)



REC'D
TRADEMARKS UNIT
102370156

U.S. DEPARTMENT OF COMMERCE

2-24-03

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

1. Name of conveying party(ies): 2.24.03
Ableco Finance LLC, as Agent
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
Other Delaware Limited Liability Company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: L&H Applications USA, Inc.
Internal Address: 52 Third Avenue
Street Address: 52 Third Avenue
City: Burlington State: MA Zip: 01803
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Release of Security Interest
Execution Date: February 6, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/172274
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2259339

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Renee Sekino
Internal Address: _____
Milbank, Tweed, Hadley & McCloy LLP
Street Address: One Chase Manhattan Plaza
City: New York State: NY Zip: 10005

6. Total number of applications and registrations involved: 22
7. Total fee (37 CFR 3.41) \$565
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: _____
(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
Renee Sekino
Name of Person Signing [Signature] Signature 2/19/03 Date
Total number of pages including cover sheet, attachments, and document: 6

02/25/2003 6TON11 00000043 75172274
01 FC:8521 40.00 OP
02 FC:8522 525.00 OP

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

NY2:#4495458

TRADEMARK
REEL: 002675 FRAME: 0921

Continuation Sheet, Items 4(A) and 4(B)

Trademark Registrations

2213651	1762587
2190634	1764251
1811489	1815723
2253907	1501042
2059621	1775028
2039486	2083129
	1877507
	1885444

Trademark Applications

75/452582
75/558878
75/434603
74/434604
75/087510
75/435003

RELEASE OF SECURITY INTEREST IN TRADEMARKS

Ableco Finance LLC, as Agent
450 Park Avenue, 28th Floor
New York, New York 10022

WHEREAS, the above-identified party is the Agent for certain security interests pledged, assigned and granted for the benefit of the Lenders by L&H APPLICATIONS USA, INC. (the "Assignor") pursuant to the Collateral Assignment for Security dated as of March 5, 2001 (the "Collateral Agreement");

WHEREAS, the security offered by the Assignor includes in part the trademarks and trademark applications listed on the attached Schedule I (the "Released Trademark Collateral"), together with the goodwill related thereto;

WHEREAS, the security interests held by the Agent in the Released Trademark Collateral was recorded in the United States Patent and Trademark Office on March 12, 2001, at Reel 2263, Frame 0208;

WHEREAS, pursuant to Section 10.08 of the Financing Agreement dated February 23, 2001, the Agent has been authorized to release and terminate the security interest it holds for the benefit of the Lenders in the Released Trademark Collateral upon the payment in full of the Guaranteed Obligations;

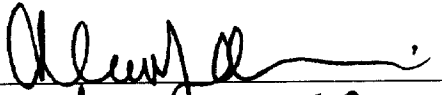
WHEREAS, the Guaranteed Obligations were paid in full on or about November 13, 2001; and

WHEREAS, terms defined in the Collateral Agreement and the Security Agreement dated as of March 5, 2001 are used herein as defined therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent does hereby release and terminate its entire right, title and interest in and to the Released Trademark Collateral, and authorizes the recordation of this Release Of Security Interest In Trademarks in the United States Patent and Trademark Office forthwith.

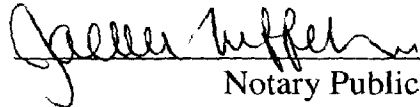
Date: February 6, 2003

ABLECO FINANCE LLC, as Agent

By: 
Name: Alexander J. Ornstein
Title: Vice President

STATE OF New York)
) SS.:
COUNTY OF New York)

On the 6 day of February, 2003, before me, the undersigned, a notary public in and for said state, personally appeared Alexander J. Ornstein, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity and that by his/her signature on the instrument the individual or the person upon behalf of which the individual acted executed the instrument.


Notary Public

[SEAL]

JACKIE TRUFFELMAN
Notary Public, State of New York
No. 01TR6052642
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires 12/26/06

Released Trademark Collateral

Trademark Name	Country	Registration No.
BRINGING THE PRINTED WORD TO LIFE	US	2,259,339
KURZWEIL VOICE	US	2,213,651
KURZWEIL VOICE PRO	US	2,190,634
POWER TRANSLATOR	US	1,811,489
SAY WHAT YOU SEE	US	2,253,907
SPEAK YOUR MIND	US	2,059,621
TRANSLATE DIRECT	US	2,039,486
VOICEEM	US	1,762,587
VOICEFAX	US	1,764,251
VOICEMED	US	1,815,723
VOICERAD	US	1,501,042
VOICEREPORT	US	1,775,028
VOICEWORKS	US	2,083,129
POWER TRANSLATOR PRO	PERU	47242
TALKING MAX	BENELUX	646731
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TALKING MAX	GERMANY	39917390
TALKING MAX	FRANCE	99/782,752
TALKING MAX	UK	2192605
GLOBALINK (plus globe design)	US	1,877,507
GLOBALINK (plus globe design)	US	1,885,444
VOICE NAVIGATOR (stylized)	FRANCE	1,626,168
VOICE NAVIGATOR (stylized)	UK	1443822

Trademark Name	Country	Application No.	Application Date
KURZWEIL EDUCATIONAL SYSTEMS	US	75/172,274	09/26/96
NOW YOUR TALKING	US	75/452,582	03/18/98
TALKING MAX	US	75/558,878	09/25/98
TRANSLATION @ YOUR FINGERTIPS	US	75/434,603	02/17/98
TRANSLATION @ YOUR FINGERTIPS	US	75/434,604	02/17/98
VOICEPAD	US	75/087,510	03/26/96
POWER TRANSLATOR PRO	BRAZIL	819900311	04/28/97
Trademark Name	Country	Application No.	Application Date
TRANSLATION @ YOUR FINGERTIPS	AUSTRALIA	820278	03/20/98

TRANSLATION @ YOUR FINGERTIPS	AUSTRALIA	820278	03/20/98
TRANSLATION @ YOUR FINGERTIPS	BRAZIL	820906115	07/14/98
TRANSLATION @ YOUR FINGERTIPS	BRAZIL	820906107	07/14/98
MAXITATERU	JAPAN	N/A	05/14/99
GLOBALINK MISCELLANEOUS DESIGN	US	75/435,003	02/17/98