

12-30-2003

1230-03

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RE



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): 12-30-03

JPMORGAN CHASE BANK, AS COLLATERAL AGENT (f/k/a The Chase Manhattan Bank)

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other a New York banking corporation

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

2. Name and address of receiving party(ies)

Name: ACMI CORPORATION

Internal Address:

Address:

Street Address: 136 Turnpike Road

City: Southborough State: MA Zip: 01772

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State DE, 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 and Reassignment

Execution Date: 12/19/2003

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

A. Trademark Application No.(s) see attached

B. Trademark Registration No.(s) N.A.

Additional number(s) attached Yes No

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

Name: Penelope S. Johnson

Internal Address: Katten Muchin Zavis Rosenman Suite 1600

Street Address: 525 WEST MONROE STREET

City: Chicago State: IL Zip: 60661

6. Total number of applications and registrations involved: 6

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Penelope S. Johnson Name of Person Signing

Penelope S. Johnson Signature

12/23/2003 Date

Total number of pages including cover sheet, attachments, and document: 7

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

TRADEMARK

REEL: 002887 FRAME: 0438

12/30/2003 LUMELER 0000190 76382435 44.00 DP 125.00 DP 01 FC:0521 02 FC:0522

ACMI TRADEMARKS

Name of Registered Owner	Trademark	Application Serial Number	File Date	Registration Number	Registration Date
1 ACMI	ACMI	76-382,435 ✓	3/14/02		
2 ACMI	AQUATHERM	78-200,566	1/7/03		
3 ACMI	BIG MOUTH	78-198,654	12/30/02		
4 ACMI	CORETHERM ✓	78-102,690	1/15/02		
5 ACMI	DUR	76-357,829 ✓	1/14/02		
6 ACMI	E-Z GLIDER	76-363,067 ✓	1/28/02		

<<NYCORP-2213294.2>>

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of December 19, 2003, by JPMorgan Chase Bank (formerly known as The Chase Manhattan Bank), a New York banking corporation, as Collateral Agent (“**Collateral Agent**”).

W I T N E S S E T H:

WHEREAS, Collateral Agent and ACMI Corporation, a Delaware corporation (“**ACMI**,”), were parties to that certain Security Agreement Supplement dated as of January 10, 2003 (the “**Security Agreement Supplement**”) to the Security Agreement dated as of November 12, 1999 among Collateral Agent, ACMI, American Cystoscope Makers, Inc. and the subsidiaries of ACMI listed therein (the “**Security Agreement**”; capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement), pursuant to which ACMI granted a security interest to Collateral Agent in, and a collateral assignment to Collateral Agent of, among other things, the Trademarks (as defined in the Security Agreement), including the Trademarks set forth on Exhibit A hereto; and

WHEREAS, the Security Agreement Supplement was recorded by the Assignment Division of the United States Patent and Trademark Office on January 16, 2003, at Reel 002650/ Frame 0334; and

WHEREAS, ACMI has requested that Collateral Agent release its security interest in the Trademarks and reassign the same to ACMI;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Collateral Agent hereby releases its security interest in all of ACMI’s right, title and interest in and to all of the following:

(a) each Trademark, Trademark registration and Trademark application, including, without limitation, the Trademarks, Trademark registrations (together with any reissues, continuations or extensions thereof) and Trademark applications referred to in Exhibit A annexed hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application;

(b) each Trademark license and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark license; and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by ACMI against third parties for past, present or future (a)

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TRADEMARK
REEL: 002887 FRAME: 0440

infringement or dilution of any Trademark or Trademark registration including, without limitation, the Trademarks and Trademark registrations referred to in Exhibit A annexed hereto, the Trademark registrations issued with respect to the Trademark applications referred in Exhibit A and the Trademarks licensed under any Trademark license or (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark licensed under any Trademark license.

2. Collateral Agent hereby reassigns, grants and conveys to ACMI, without any representation, recourse or undertaking by Collateral Agent, all of Collateral Agent's right, title and interest in and to the Trademarks, and the goodwill of ACMI's business connected with the use of and symbolized by the Trademarks.

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REEL: 002887 FRAME: 0441

EXHIBIT A to Trademark Release and Reassignment


attached

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TRADEMARK
REEL: 002887 FRAME: 0442

IN WITNESS WHEREOF, Collateral Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

JPMORGAN CHASE BANK, a New York
Banking corporation, as Collateral Agent

By: 
Name: DAWN LEE LUM
Title: VICE PRESIDENT

Trademark Release -ACMI
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REEL: 002887 FRAME: 0443

ACMI TRADEMARKS

Name of Registered Owner	Trademark	Application Serial Number	File Date	Registration Number	Registration Date
ACMI	ACMI	76-382,435 ✓	3/14/02		
ACMI	AQUATHERM	78-200,566	1/7/03		
ACMI	BIG MOUTH	78-198,654	12/30/02		
ACMI	CORETHERM ✓	78-102,690	1/15/02		
ACMI	DUR	76-357,829 ✓	1/14/02		
ACMI	E-Z GLIDER	76-363,067 ✓	1/28/02		

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RECORDED: 12/30/2003

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REEL: 002887 FRAME: 0444