

09-14-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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9-11
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ASSIGNMENT
98 SEP 11 10 58 AM '98
RECEIVED

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

09/11/1998 DCURTES 00000135 75163840

01 FC:481
02 FC:482

40.00 UP
375.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 1786 FRAME: 0714

Domestic Representative Name and Address

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)

Address (line 3)

Address (line 4)

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" value="75/183,840"/>	<input type="text" value="75/182,927"/>	<input type="text"/>
<input type="text" value="75/009,394"/>	<input type="text" value="74/703,339"/>	<input type="text"/>
<input type="text" value="75/009,392"/>	<input type="text" value="75/183,838"/>	<input type="text"/>

<input type="text" value="1,327,370"/>	<input type="text" value="1,884,613"/>	<input type="text" value="1,595,228"/>
<input type="text" value="1,982,061"/>	<input type="text" value="2,013,348"/>	<input type="text" value="1,184,511"/>
<input type="text" value="1,426,869"/>	<input type="text" value="1,818,444"/>	<input type="text" value="1,407,619"/>

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.

Dana Kull, Esq.

9/9/98

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

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Trademark Application Number(s)

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Registration Number(s)

1,331,956	<input type="text"/>	<input type="text"/>
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RELEASE OF TRADEMARK ASSIGNMENTS

Reference is made to that certain Security Interest (Trademarks) recorded as of June 12, 1997 in the United States Patent and Trademark Office at Reel 1592, frame 0546 (a copy of the Recordation Cover Sheet evidencing same is attached hereto as **Schedule 1**), made by The J.H. Heafner Company, Inc. ("Heafner"), in favor of BankBoston, N.A., as Agent for the Lenders (the "Agent").

WHEREAS, the Agent has agreed to release and terminate its security interests in the trademarks listed on the attached **Exhibits A and B**.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent does hereby release and reassign to Heafner the trademarks listed on **Exhibits A and B** hereto, and the goodwill associated therewith, and all rights pertaining thereto, without recourse, representation or warranty of any kind.

IN WITNESS WHEREOF, the Agent has caused this Release to be duly executed by its authorized officer or agent as of May 20, 1998.

BANKBOSTON, N.A., as Agent

By:

Name: Christian B. Colson

Title: managing Director

Sworn and subscribed before me this 20 day of May 1998.

Madeline Saer Cassidy
Notary Public

My commission expires:

10/5/98

[NOTARIAL SEAL]

MADELINE SAER CASSIDY
Notary Public, State of New York
No. 01CA5002785
Qualified in Suffolk County
Certificate Filed in New York County
Commission Expires October 05, 1998

U. S. Trademark/Service Mark Applications

<u>Mark/File No.</u>	<u>Serial Number</u>	<u>Date Filed</u>
ACHIEVER 8626-019	75/183,840	17OC1996
AUTOEDGE 8626-022	75/009,394	23OC1995
HEAFNET 8626-026	75/009,392	23OC1995
REGAL 8626-002	75/182,927	17OC1996
REGUL QUESTA 8626-033	74/703,339	19JL1995
SPECTOR 8626-021	75/183,838	17OC1996

Document Name: CHART
Document #: 102362

EXHIBIT B

The J. H. Heafner Company, Inc.

U. S. Trademark/Service Mark Registrations

<u>Mark/File No.</u>	<u>Registration Number</u>	<u>Date Issued</u>
AUTOMINDER & Design 8626-023	1,327,370	26MR1985
DYNATRAC 8626-024	1,982,061	25JE1996
HEAFNER 8626-025	1,426,869	27JA1987
MAGNUM 8626-027	1,884,613	21MR1995
PACER 8626-028	2,013,348	05NO1996
PACER 8626-029	1,818,444	25JA1994
PACESETTER IV 8626-030	1,595,228	08MY1990
REGUL & Design 8626-031	1,184,511	05JA1982
REGUL & Design 8626-032	1,407,619	02SE1986
TRAK 'N' BLAZER 8626-034	1,331,956	23AP1985

Document Name: CHART
Document #: 102362