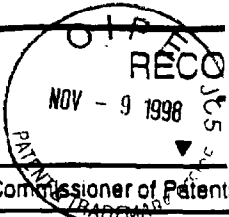


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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Bank One, Texas, National Association
1717 Main Street, 4th Floor
Dallas, Texas 75201

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

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

2. Name and address of receiving party(ies)

Name: Flintlock, Ltd.

Internal Address: _____

Street Address: 6937 Flintlock Road

City: Houston State: Texas ZIP: 77040

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership TEXAS
- Corporation-State _____
- 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
- Security Agreement
- Other Termination of Security Interest
- Merger
- Change of Name

Execution Date: October 13th, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

R:819777

R:818293

R:815476

Additional numbers attached? Yes No

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

Name: Sue J. Choi, Esq.

Internal Address: Milbank, Tweed, Hadley & McCloy

Street Address: One Chase Manhattan Plaza
50th Floor

City: New York State: NY ZIP: 10005

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

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

11/12/1998 DNGUYEN 00000214 819777

DO NOT USE THIS SPACE

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02 FC:482 50.00 DP

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.

Sue J. Choi, Esq.
Name of Person Signing

Sue J. Choi
Signature

Oct. 14, 1998
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 & Trademarks, Box Assignments
Washington, D.C. 20231

**TERMINATION OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, Bank One, Texas, National Association, individually and as agent for Wells Fargo Bank (Texas), National Association, having an office at 1717 Main Street, 4th Floor, Dallas, Texas 75201 (the "Secured Party"), acquired a security interest in certain trademarks pursuant to that certain security agreement (the "Security Agreement") between Secured Party and Flintlock, Ltd., a Texas limited partnership, having offices at 6937 Flintlock, Houston, Texas 77040, which Security Agreement was filed under records of the United States Patent and Trademark Office at Reel 1745, Frame 0745, and which trademarks are more particularly set forth and described in Schedule "A" attached hereto ("Trademarks"); and

WHEREAS, Secured Party for itself and as agent for Wells Fargo has agreed to terminate its and Wells Fargo's security interest in the Trademarks;

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, Secured Party for itself and as agent for Wells Fargo does hereby terminate, release and discharge its and Wells Fargo's lien on and security interest in the Trademarks.

IN WITNESS WHEREOF, Secured Party has duly executed this Termination of Security Interest in Trademarks as of the 13th day of October, 1998.

BANK ONE, TEXAS, NATIONAL ASSOCIATION

By: _____

Name: _____

Title: _____

Randall B Durant

RANDALL B DURANT

VICE PRESIDENT

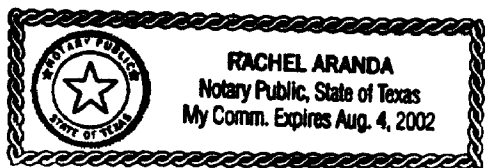
STATE OF TEXAS §

§

COUNTY OF DALLAS §

Before me, the undersigned authority, on this day personally appeared Randall B. Durant
Vice-President of BANK ONE, TEXAS, NATIONAL ASSOCIATION, to me known to be the
 person whose name is subscribed to the above Termination of Security Interest in Trademarks,
 who signed the foregoing instrument in my presence, and acknowledged to me that this
 instrument was executed for the purpose as expressed herein and that the allegations set forth
 therein as being under oath are true and correct.

Given under my hand and seal of office this 9th day of October, 1998.



[SEAL]

A handwritten signature in cursive script that reads "Rachel Aranda", written over a horizontal line.

Notary Public in and for

the State of Texas

My Commission Expires:

8-4-02