

RECORDATION FORM COVER SHEET  
TRADEMARKS OFFICE

12-21-1998

Department of Commerce  
Trademark Office

*MAD*  
*12-14-98*



100924820

To the Honorable Commissioner of Patents and Trademarks: Please record the attached

1. Name of conveying party(ies):

**IBJ SCHRODER BUSINESS CREDIT CORPORATION**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation (State - New York)  
 Other \_\_\_\_\_

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

2. Name and Address of receiving party(ies)

Name: **FULCRUM DIRECT, INC.**

Address: **4321 Fulcrum Way NE  
Rio Rancho, New Mexico 87124**

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other Release of Security Interest

Execution Date: September 16, 1998

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

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

A. Trademark Application No.(s)

**75/284,860 (ZOE)**

B. Trademark Registration No.(s)

**1,435,045 (AFTER THE STORK)  
2,089,366 (AFTER THE STORK)**

Additional numbers attached?  Yes  No

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

**Hayley M. Smith  
Legal Assistant  
Kirkland & Ellis  
153 East 53rd Street  
New York, NY 10022-4675**

6. Total number of applications and registrations involved: 3

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

Any fees authorized to be charged to  
Deposit Account No. 111098.

8. Deposit Account No. 111098

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

12/16/1998 VBRDMM 00000036 75284860

01 FC:481 40.00 DP  
02 FC:482 50.00 DP

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.

*Lisa A. Samenfeld*  
Name of Person Signing  
Lisa A. Samenfeld, Esq.

*Lisa A. Samenfeld*  
Signature

12/11/98  
Date

Total number of pages including cover sheet, attachments, and document: 6

COMMISSIONER OF PATENTS AND TRADEMARKS  
BOX ASSIGNMENT  
WASHINGTON D.C. 20231

TRADEMARK  
REEL: 1827 FRAME: 0326

## RELEASE OF SECURITY INTEREST

THIS RELEASE OF SECURITY INTEREST, ("Release"), dated as of the 16<sup>th</sup> day of September, 1998, is made by IBJ Schroder Business Credit Corporation, a New York corporation, ("IBJ").

### WITNESSETH:

WHEREAS, Fulcrum Brands L.P., a Delaware limited partnership (the "Company") is a guarantor of the obligations of Fulcrum Direct, Inc. ("Fulcrum Direct") to IBJ pursuant to a certain Credit Agreement dated January 9, 1998;

WHEREAS, pursuant to that certain Credit Agreement, the parties entered into a Security Agreement and Mortgage -- Trademarks and Patents of the same date (the "Security Agreement") in which the Company assigned to IBJ and granted IBJ a security interest in and mortgage on, the Company's "Trademarks" (as defined in the Security Agreement) including those trademarks and United States trademark registrations and trademark applications, identified and set forth on Attachment I hereto and those foreign trademarks and trademark registrations and applications, identified and set forth on Attachment II hereto, to secure all "Secured Obligations" (as defined in the Security Agreement) of the Company;

WHEREAS, the Company also executed an Assignment for Security (Trademarks) on January 9, 1998 evidencing the foregoing assignment and grant of security interest to IBJ, which Assignment for Security (Trademarks) was recorded in the United States Patent and Trademark Office at Reel 1685, Frames 0547-0551;

WHEREAS, the Company has subsequently assigned its rights in and to the Trademarks to Fulcrum Direct; and

WHEREAS, as a result of Fulcrum Direct's partial satisfaction of the Secured Obligations, IBJ desires to release its security interest in and mortgage on, and reassign to Fulcrum Direct, the Trademarks, including without limitation those trademarks and trademark registrations and applications listed on Attachment I and Attachment II hereto, and the goodwill of Fulcrum Direct's business connected with the use of and symbolized by such trademarks and trademark registrations and applications and all renewals thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, IBJ hereby releases its security interest in and mortgage on, and reassigns, transfers and conveys to Fulcrum Direct, any and all right, title and interest which IBJ has in or to the Trademarks, including without limitation, those trademarks and trademark registrations and applications listed on Attachment I and Attachment II hereto. IBJ agrees that it will execute all such further documents as may be requested by Fulcrum Direct to carry out the transactions contemplated hereunder.

\* \* \* \* \*

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

**IBJ SCHRODER BUSINESS CREDIT CORPORATION**

By: Frederik W. Aase

Name: FREDERIK W. AASE

Title: VP

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

On this 14<sup>TH</sup> day of SEPTEMBER, 1998, before me personally appeared FREDERIK W. AASE known to me to be the individual who executed the foregoing instrument and who acknowledged to me that he/she executed the same as the duly authorized officer of IBJ SCHRODER BUSINESS CREDIT CORPORATION.

Joyce M. Stark  
Notary Public

**JOYCE M. STARK**  
Notary Public, State of New York  
No. 30-4819108  
Qualified in Orange County  
Certificate Filed in New York County  
Commission Expires May 31, 2000

**ATTACHMENT I**  
**TO RELEASE OF SECURITY INTEREST AGREEMENT**

**U.S. TRADEMARKS**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>REGISTRATION DATE</b>
AFTER THE STORK	2,089,366	August 19, 1997
AFTER THE STORK	1,435,045	March 31, 1987

**U.S. APPLICATIONS**

<b>MARK</b>	<b>APPLICATION NUMBER</b>	<b>FILING DATE</b>
ZOE	75/284,860	May 1, 1997

**ATTACHMENT II**

**TO RELEASE OF SECURITY INTEREST AGREEMENT**

**CANADIAN TRADEMARKS**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>REGISTRATION DATE</b>
AFTER THE STORK	482,725	September 22, 1997
THE STORK	484,264	October 20, 1997

**CANADIAN APPLICATIONS**

<b>MARK</b>	<b>APPLICATION NUMBER</b>	<b>APPLICATION DATE</b>
ZOE	860,234	October 31, 1997

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