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SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark

Tab settings

To the Honorable Commissioner of Patents and Trademarks Attached original documents or copy thereof.

1. Name of conveying party(ies):
NationsBanc Commercial Corporation

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination of Security Interest
in Trademarks
- Merger
- Change of Name

Execution Date: December 16, 1998

2. Name and address of receiving party(ies)

Name: Items International, Inc.

Internal Address:

Street Address: 1540-A E. Pleasant Valley Bldg

City: Altoona State: PA ZIP: 16601

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

If assignee is not domiciled in the United States, a domestic representative designated 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 patent number(s):

A. Trademark Application No.(s)

See Schedule A annexed hereto

B. Trademark Registration No.(s)

See Schedule A annexed hereto

Additional numbers attached? Yes No

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

Otterbourg, Steindler, Houston

Name: & Rosen, P.C.

Internal Address: Allen Cremer, Esq.

Street Address: 230 Park Avenue

City: New York State: NY ZIP: 10169

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41).....\$ 490.00

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.

Allen Cremer, Esq.

Name of Person Signing

Allen Cremer

Signature

12/10/98

Date

Total number of pages including cover sheet, attachments, and document: 19

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

TRADEMARK
REEL: 1835 FRAME: 0059

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SCHEDULE A

Trademarks

<u>Trademark</u>	<u>Serial No.</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Filing Date</u>
Format	75/064,466	2,102,164	9/30/97	
Scrub	74/680,840	2,016,502	11/12/96	
Airwalk	75/070,923	2,109,810	10/28/97	
Airwalk	73/633,370	1,511,840	11/08/88	
Circle A Logo ("A" & Design)	75/093,074	2,042,013	3/4/97	
Circle A Logo ("A" & Design)	75/065,717	2,152,877	4/21/98	
Man Fanciful Design	75/093,475	2,166,302	6/16/98	
Man Fanciful Design	73/633,369	1,450,940	8/4/87	
Terrain	75/088,514	2,201,763	11/3/98	
Access	75/088.512	2,159,422	5/19/98	
Quad	75/106,065	2,175,424	7/21/98	
Script Circle A	75/175,068	2,019,338	8/26/97	
Cyberlectic	75/203,603			11/25/96
Airwalkers	74/106,955	1,695,396	6/16/92	
Process	75/245,030			2/21/97
Bombato	74/222,537	1,708,349	8/18/92	
Items International		1,508,306	10/11/88	
Latch	75/258,771			
Jack	75/269,022			3/17/97

TERMINATION OF SECURITY INTEREST IN TRADEMARKS

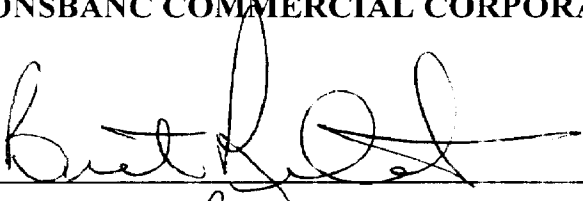
This Termination of Security Interest in Trademarks ("Termination") is dated December 7, 1998 by NationsBanc Commercial Corporation (the "Secured Party").

KNOW ALL MEN BY THESE PRESENTS that the Secured Party, for good and valuable consideration, does hereby terminate, release and discharge any and all security interests and associated goodwill and other rights of any kind or type which it has or may have in any or all of the trademarks owned by Items International, Inc., 1540-A E. Pleasant Valley Boulevard, Altoona, Pennsylvania 16602, which interests were recorded on May 29, 1997 at Reel 1590, Frame 0760 in the U.S. Patent and Trademark Office, to which reference may be had, the debt secured thereby having been paid and satisfied in full.

IN WITNESS WHEREOF, the Secured Party has executed this Termination as of the day and year first written above.

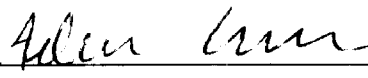
NATIONSBANC COMMERCIAL CORPORATION

[SEAL]

By: 
Title: SVP

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

On the 16th day of December, 1998, before me personally came Bust Rubinstein who being by me duly sworn, did depose and say that he/~~she~~ resides in Orange County, N.Y., that he/~~she~~ is the SVP of NationsBanc Commercial Corporation, the corporation described in and which executed the Termination of Security Interest in Trademarks set forth above; that he/~~she~~ knows the seal of said corporation; that the seal affixed to said Termination is such corporate seal; that it was so affixed by order of the Board of said corporation, and that he/~~she~~ signed his/~~her~~ name thereto by like order.


Notary Public

ALLEN CREMER
Notary Public, State of New York
No. 02CR5080700
Qualified in Kings County
Commission Expires June 16, 1999