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Tab settings

To the Honorable Commissioner of Patents and Trademarks, Patent and Trademark Office, Washington, DC 20531. Original documents or copy thereof.

1. Name of conveying party(ies): MRO
 Madeleine, D.L.C. 12-28-98

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

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

2. Name and address of receiving party(ies)

Name: Amrep, Inc.

Internal Address: _____

Street Address: 990 Industrial Park Drive

City Marietta State: GA ZIP: 30067

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Del U.S. Patent & TMO Form 100 (Rev. 12-28-1998)
 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

Execution Date: _____

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

A. Trademark Application No.(s)

See Exhibit A Attached Hereto.

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Laura Snyder Runyeon

Internal Address: _____

Miles & Stockbridge

Street Address: 10 Light Street, 8th Floor

City: Baltimore State: MD ZIP: 21202

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41) \$ 390

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

20-0052

(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.

Laura Snyder Runyeon
 Name of Person Signing

Christy E. Wilson
 Signature

December 23, 1998
 Date

5
 Total number of pages including cover sheet, attachments, and document

EXHIBIT A

FEDERAL TRADEMARK REGISTRATIONS

Trademark	Status	Reg. No.	Reg. Date
ALL ORGANIC and Design	Registered	1,865,135	11/29/94
ALTER-8	Registered	1,873,059	01/10/95
AMSOLV	Registered	1,884,463	03/21/95
BIODET	Registered	2,106,440	10/21/97
GOODBYE GRAFFITI and Design	Registered	1,259,702	12/06/83
GOODBYE GUMMMM and Design	Registered	1,282,024	06/19/84
MISTY	Registered	1,275,653	05/01/84
NEXT DIMENSION	Registered	1,774,007	06/01/93
SLIPPY	Registered	1,249,175	08/23/83
TECHSPEC	Registered	2,061,716	05/13/97
ULTRA BRAND	Registered	1,450,231	08/04/87

FEDERAL TRADEMARK APPLICATIONS

Trademark	Status	Serial No	Filing Date
AERO TOOLS	Pending	75/276,604	04/17/97
AMREP	Pending	75/250,880	03/03/97
PAWS LOGO	Pending	75/321,589	07/09/97
MR. PAWS	Pending	75/321,587	07/09/97

RELEASE

(TRADEMARKS)

This RELEASE (TRADEMARKS) is granted on this 13th day of December, 1998, by MADELEINE L.L.C., located at 450 Park Avenue, 28th Floor, New York, New York 10022 ("Lender"), to AMREP, INC., a Delaware corporation, with its chief executive office and principal place of business at 990 Industrial Park Drive, Marietta, Georgia 30062 (the "Company"), as follows:

WHEREAS, Company and Lender entered into a Trademark Security Agreement dated as of March 24, 1998 recorded in the U.S. Patent and Trademark Office on April 24, 1998 at Reel 1720/Frame 0985;


WHEREAS, pursuant to said Trademark Security Agreement, Company collaterally assigned to Lender and granted to Lender a security interest in all right, title, and interest of Company in and to the Trademarks, as defined in the Trademark Security Agreement, including, but not limited to the U.S. registered trademarks listed on Exhibit A hereto, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of all obligations secured thereby; and

WHEREAS, Company has paid, performed and observed all obligations secured by the Collateral and Lender desires to release its security interest in said Trademarks

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby releases its security interest in all right, title, and interest in the Collateral and reassigns any and all such interests in the Collateral to Company. This release and reassignment is made without representation or warranty, expressed or implied, in any event whatsoever.

IN WITNESS WHEREOF, Lender has caused this RELEASE (TRADEMARKS) to be duly executed by its officer thereunto duly authorized as of the 13th day of December, 1998.

MADELEINE L.L.C.

By: 
Name: _____
Title: _____

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

On this 16th day of December, 1998, before me personally appeared _____
Madeleine known to me to be the individual who executed the foregoing instrument
and acknowledged to me that he/she executed the same as the duly authorized officer of
Madeleine L.L.C.

Lillian Christine Lynch

LILLIAN CHRISTINE LYNCH
NOTARY PUBLIC, State of New York
No. 31-4668604
Qualified in New York County
Commission Expires 7/31/01

EXHIBIT A

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