

01-27-1999

RECORDATION FORM COVER SHEET  
TRADE MARKS ONLY



100948702

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

1. Name of Party(ies) conveying an interest:

First Union National Bank  
12th Floor, 999 Peachtree Street, N.E.  
Atlanta, Georgia 30309

Individual(s)                       Association  
 General Partnership             Corporation  
 Limited Partnership  
 Other National Banking Association

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

2. Name and Address of Party(ies) receiving an interest:

Name: Carpetmax, L.P.  
Street Address: 210 Town Park Drive  
Internal Address: \_\_\_\_\_  
City: Kennesaw State: Georgia Zip: 30144

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_ (Georgia)  
 Corporation \_\_\_\_\_  
 Other \_\_\_\_\_

Additional name(s) & address(es) attached?  Yes  No

3. Nature of Conveyance: 1-35-99

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

Execution Date: January 13, 1999

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

A. Trademark Application No.(s): N/A

Additional numbers attached?  Yes  No

B. Trademark Registration No.(s): See Attached

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

Name: Mark H. Webbink, Esq.  
Internal Address: Moore & Van Allen, P.L.L.C.  
Street Address: 2200 West Main Street, Suite 800  
City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.4) \$ 36.00

Enclosed  
 Authorized to be charged to deposit account  
(Any Deficiency)

8. Deposit account number:  
13-365  
(Attach duplicate copy of this form if paying by deposit account)

DO NOT USE THIS SPACE

365E

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.*

Mark H. Webbink, Esq.  
Name of Person Signing

[Signature]                              1/19/99  
Signature    Date

Total number of pages including cover sheet, attachments and document: 42

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231 BOX ASSIGNMENTS.

TIM KROLL  
(Typed or printed name of person signing the certificate)

[Signature]  
(Signature of the person signing the certificate)

1/19/99  
(Date of signature)

01/27/1999 BNGUYEN 00000279 2192828

01 FC:481                              40.00 OP  
02 FC:482                              325.00 OP

**Schedule A**

**U.S. Trademarks of Carpetmax, L.P.  
Subject to Security Interest of  
First Union National Bank  
Recorded at Reel 1657, Frame 0654 on November 18, 1997**

Pending Trademarks

Mark	Application Serial No.	Filing Date
MAX and Design	75/269,613	4/4/97

Registered Trademarks

Mark	Registration No.	Registration Date
MAXCARE	2,192,828	9/29/98
MAXCARE PROFESSIONAL CLEANING SYSTEMS MAX and Design	2,192,827	9/29/98
CARPET MAX (stylized)	2,121,428	12/16/97
CARPET MAX (stylized)	2,123,486	12/23/97
CARPETMAX FLOORING IDEA GALLERY and Design	2,168,454	6/23/98
CARPETMAX MAKING A WORLD OF DIFFERENCE and Design	1,873,957	1/17/95
CARPETMAX MAKING A WORLD OF DIFFERENCE and Design	1,862,102	11/8/94
MAKING A WORLD OF DIFFERENCE	1,843,344	7/5/94
CARPETMAX	1,859,007	10/18/94
CARPETMAX	1,843,048	7/5/94
MAKING A WORLD OF DIFFERENCE	1,863,792	11/22/94
CARPETMAX - THE NATIONAL CARPET EXCHANGE	1,616,209	10/2/90
CARPET MAX	1,583,764	2/20/90

# TRADEMARK RELEASE OF SECURITY INTEREST

As of the date hereof, the undersigned First Union National Bank (the "Secured Party"), has not assigned or otherwise disposed of any interest in the Collateral described in the Security Agreement recorded with the United States Patent and Trademark Office on November 18, 1997 at Reel 1657, Frame 0654 (the "Agreement") with respect to the trademarks of Carpetmax, L.P. (the "Debtor") listed in the attached Schedule A.

The Secured Party hereby releases for the benefit of the Debtor any and all security interests and all other interests in the Collateral granted in the Agreement.

Dated as of the 13 day of January, 1999.

Secured Party:

FIRST UNION NATIONAL BANK

By: Irene M. Barton  
Name: Irene M. Barton  
Title: Vice President

**Schedule A**

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First Union National Bank  
Recorded at Reel 1657, Frame 0654 on November 18, 1997**

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