

MD
1-29-99

02-04-1999



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FR SHEET
ONLY

To the Honorable Commissioner of P

original documents or copy thereof.

1. Name of conveying party(ies).

Hanley-Wood, Inc.

- Individual Association
- General Partnership Limited Partnership
- Corporation - State: District of Columbia
- Other: _____

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

3. Nature of conveyance:

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

Execution Date: January 28, 1999

2. Name and address of receiving party(ies):

Name: BankBoston, N.A.

Internal Address: _____

Street Address: 100 Federal Street

City: Boston State: MA Zip: 02110

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State: _____
- Other: National Association

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)

B. Trademark Registration No.(s)

2, 123, 363

Additional numbers attached? yes No

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

Name: Catherine R. Howell, Paralegal

Internal Address: Ropes & Gray

Street Address: 1301 K St., N. W. Suite 800 East

City: Washington, D.C. State: _____ Zip: 20005

6. Total number of applications and registration involved:

..... [1]

7. Total Fee (37 CFR 3.41) \$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

#18-1945

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.

Catherine R. Howell
Name of Person Signing

Catherine R. Howell
Signature

1/29/1999
Date

Total number of pages including cover sheet, attachments and document: [4]

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TRADEMARK
REEL: 1848 FRAME: 0663

RELEASE AND REASSIGNMENT OF TRADEMARK

WHEREAS, Hanley-Wood, Inc. a District of Columbia corporation (the "Company"), owns the registered trademark described in the attached Schedule A (the "Mark"), for which there is a recording in the United States Patent and Trademark Office under the number set forth in the attached Schedule A; and


WHEREAS, pursuant to that certain Trademark and Service Mark Security Agreement dated as of March 13, 1998 (the "Agreement"), the Company granted an interest to BankBoston, N.A., as Agent (the "Agent") for a group of lenders, to secure performance by the Company of its obligations to such lenders;

WHEREAS, the Agreement was recorded in the Assignment Branch, United States Patent and Trademark Office, on March 31, 1998, located on Reel 1705, Frame 936.

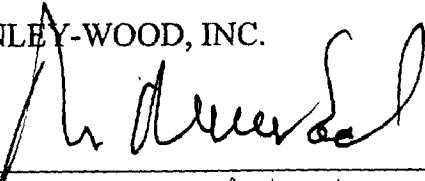
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the Agent, the Agent hereby terminates all of its right, title and interest in, to and under Mark and reassigns and reconveys to the Company, the Mark and all the good will of the business symbolized by the Mark, together with the application, registration and recordings in the United States Patent and Trademark Office, and all reissues, extensions or renewals thereof, together with the right to sue and recover damages for future infringements thereof and to stand in the place of the Agent in all matters related thereto.

IN WITNESS WHEREOF, the parties hereto have caused this Release and Reassignment of Trademark to be executed this 28 day of January, 1999.

BANKBOSTON, N.A. as Agent

By: 
Name: DANIEL M. KORFICK
Title: DIRECTOR

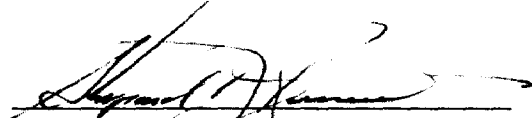
HANLEY-WOOD, INC.

By: 
Name: Michael M. Wood
Title: Chief Executive Officer

STATE OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

On January 26, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared RANSEL M. KORTICK, personally known to me or prove to me on the basis of satisfactory evidence to be the person who executed the within instrument as the DIRECTOR of BankBoston, N.A., and acknowledged to me that such corporation executed the within instrument pursuant to its bylaws or a resolution of its Board of Directors.

WITNESS my hand and official seal.


Notary Public

My Commission expires on: 03/08/02

[SEAL]

Acknowledged and accepted:

HANLEY-WOOD, INC.

By: 

Name: Michael M. Wood

Title: Chief Executive Officer

SCHEDULE A

to

Release and Reassignment of Trademark

TRADEMARK	REGISTRATION NO.
U.S. HOUSING MARKETS	2,123,363