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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100978293

To the Honorable Commissioner of Patents and Trademarks
Department or copy thereof.

1. Name of Party(ies) conveying an interest: MAR
SPD/FINANCE
 Bank Austria Creditanstalt Corporate Finance, Inc.
 2 Greenwich Plaza
 Greenwich, Connecticut 06830

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other Bank

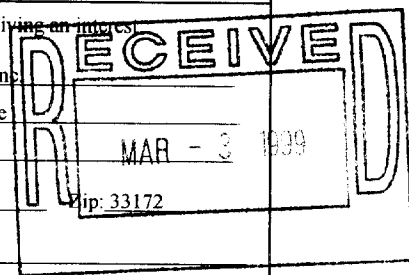
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of Party(ies) receiving an interest:
 Name: Peoples Telephone Company, Inc.
 Street Address: 2300 N.W. 89th Place
 Internal Address: _____
 City: Miami State: Florida Zip: 33172

Individual(s) citizenship
 Association
 General Partnership _____

Limited Partnership _____
 Corporation New York
 Other _____

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



3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Termination And Release of Security Interest
In Trademarks

Execution Date: December 23, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): N/A

B. Trademark Registration No.(s): 1,605,321

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Arlene D. Hanks, Esq.
 Internal Address: Moore & Van Allen, PLLC
 Street Address: 2200 West Main Street, Suite 800
 City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.4): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 (Any Deficiency)

8. Deposit account number:
13-4365
 (Attach duplicate copy of this form 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.

Arlene D. Hanks, Esq. [Signature] 2-24-99
 Name of Person Signing Signature Date

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

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)

2/24/99
 (Date of Signature)

03/03/1999 TSNBAZZ 00000159 1605321
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**TERMINATION AND RELEASE
OF SECURITY INTEREST IN TRADEMARK**

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK, dated as of December 23, 1998, by **BANK AUSTRIA CREDITANSTALT CORPORATE FINANCE, INC.**, the assignee of Creditanstalt-Bankverein (the "Secured Party").

WHEREAS, pursuant to the terms of a Security Agreement (as amended, modified, extended or restated from time to time) between Peoples Telephone Company, Inc. (the "Company"), and the Secured Party, the Company granted to the Secured Party a security interest in and lien on the trademark identified on Exhibit A attached hereto (the "Pledged Trademark"); and

WHEREAS, the Security Agreement was recorded with the United States Patent and Trademark Office on March 1, 1994, at Reel/Frame 1117/0129; and

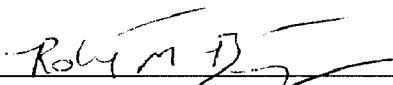
WHEREAS, the Secured Party has agreed to terminate and release its security interest in the Pledged Trademark as herein provided;


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party and the Company hereby agree as follows:

1. **Termination and Release.** The Secured Party hereby terminates and releases its security interest in and lien on the Pledged Trademark effective as of the date first set forth above.
2. **Acknowledgment and Acceptance.** The Company hereby acknowledges and accepts the foregoing termination and release by the Secured Party.
3. **Counterparts.** This Termination and Release may be executed in any number of counterparts which shall together constitute one and the same agreement.

IN WITNESS WHEREOF, the Secured Party and the Company have executed this Termination and Release, to take effect as of the date first set forth above.

**BANK AUSTRIA CREDITANSTALT
CORPORATE FINANCE, INC.**, the assignee
of Creditanstalt-Bankverein, as Secured Party

By: 
Name: Robert M. Biringer
Title: Executive Vice President

By: 
Name: Scott Kray
Title: Vice President

Accepted:

PEOPLES TELEPHONE COMPANY, INC.

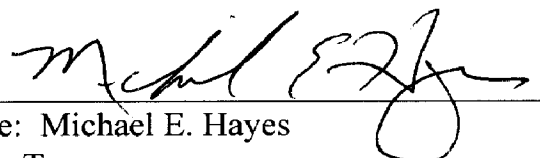
By: 
Name: Michael E. Hayes
Title: Treasurer

EXHIBIT A

Peoples Telephone Company, Inc.

**U.S. Trademark Subject to Security Interest in Favor of
Bank Austria Creditanstalt Corporate Finance, Inc.,
the assignee of Creditanstalt-Bankverein
Recorded 03/01/94 at Reel 1117, Frame 0129**

Mark	Registration Number	Registration Date
PTC Peoples Telephone Company, Inc. (Stylized)	1,605,321	07/10/90