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05-11-1999


101035429

Docket No.:
1437.005-#T2

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Marine Midland Bank, as assignee of Marine Midland Business Loans, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **New York**
 Other _____

Additional names(s) of conveying party(ies) Yes No

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

Name: Jewelmont Corporation

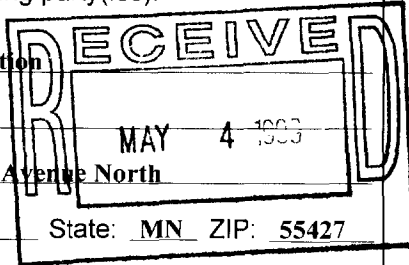
Internal Address: _____

Street Address: 800 Boone Avenue North

City: Golden Valley State: MN ZIP: 55427

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N



3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Release and Reassignment of Trademarks

Execution Date: March 31, 1999

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

A. Trademark Application No.(s)
See attached Schedule A

Additional numbers

B. Trademark Registration No.(s)
See attached Schedule A

Yes No

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

Name: Jane Linowitz, Esq.

Internal Address: Levisohn, Lerner, Berger & Langsam

Street Address: 757 Third Avenue, Suite 2400

City: New York State: NY ZIP: 10017

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:

In case of deficiency or overpayment: 02-2105

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DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
450.00 OP

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.

Jane Linowitz *Jane Linowitz* 4/30/99
Name of Person Signing Signature Date

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

SCHEDULE A
to Trademark and License Security Agreement

TRADEMARKS

Mark	Serial Number	Filing Date	Regist. Number	Regist. Date	Status
JEWELFIRE	273359	08/11/80	1205393	08/17/82	REGISTERED - RENEWAL DUE 08/11/2002
JEWELFIRE	466546	08/24/73	1008994	04/15/75	REGISTERED - RENEWAL DUE 04/15/95
ANGEL-EARS			1032387	02/03/76	REGISTERED - RENEWAL DUE 02/03/96
J			1137852	07/15/80	REGISTERED - RENEWAL DUE 07/15/2000
JEWELMONT	72/370512	09/14/70	913304	06/08/71	REGISTERED - RENEWAL DUE 06/08/2001
JEWELSCOPE			1232553	03/29/83	REGISTERED - RENEWAL DUE 03/29/2003
JEWELMONT & Design	210355	01/21/65	795218	08/31/65	REGISTERED - RENEWAL DUE 08/31/2005
JEWELMONT & Design	128092	09/18/61	740617	11/13/62	REGISTERED - RENEWAL DUE 11/13/2002
ALTMONT			746575	03/12/63	REGISTERED - RENEWAL DUE 03/12/2003
G & ARROW DESIGN	346224	01/17/34	313578	06/05/34	REGISTERED - RENEWAL DUE 06/05/94
DIAMOND DESIGN			313905	06/12/34	REGISTERED - RENEWAL DUE 06/12/94
JENE'			1090830	05/09/78	REGISTERED - RENEWAL DUE 05/09/98
JENE	749180	08/30/88	1550080	08/01/89	REGISTERED - RENEWAL DUE 08/01/2009
LA MODE			775348	08/18/64	REGISTERED - RENEWAL DUE 08/18/2004
LA MODE (STYLIZED)			673187	01/27/59	REGISTERED - RENEWAL DUE 01/27/99
JEWELSTAR	74/017420	01/08/90	1618672	10/23/90	REGISTERED - AFF 8/15 DUE 10/23/96

SCHEDULE A

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Mark	Serial	Filing Number	Regist. Date	Regist. Number	Date	Status
TRIANGULAR DESIGN	370511		09/14/70	919781	09/07/71	REGISTERED - RENEWAL DUE 09/07/2001
GOLDEN MIST		74/203710	09/16/91			PENDING
CHECK MARK IN A CIRCLE DESIGN		74/203711	09/16/91			PENDING

RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT dated March 31, 1999 by Marine Midland Bank, as assignee of Marine Midland Business Loans, Inc. as hereinafter described;

WITNESSETH:

WHEREAS, Marine Midland Bank, as assignee of Marine Midland Business Loans, Inc. (the "Secured Party") and Jewelmont Corporation, a Minnesota corporation (the "Company") are parties to a certain Trademark and License Security Agreement dated October 22, 1993 which was recorded in the United States Patent and Trademark Office on October 27, 1993 at Reel 1054 Frames 0142 through 0154, inclusively (the "Assignment"), pursuant to which the Company granted a security interest in and collateral assignment of certain trademarks listed on Schedule A attached hereto and certain other property (collectively the "Trademarks"), among other things, as security for the Company's "Obligations" (as defined in the Assignment) to the Secured Party and owing under that certain Loan and Security Agreement among the Company and the Secured Party; and

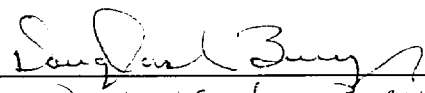
WHEREAS, the Company satisfied the Obligations and requested that the Secured Party release its security interests in the Trademarks and reassign the same to the Company;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

The Secured Party hereby releases its security interests in and collateral assignment of, and reassigns, grants and conveys to the Company, without any representation, warranty, recourse or undertaking by the Secured Party, all of its right, title and interest, if any, in and to each Trademark and each Trademark application listed on Schedule A attached hereto and made a part hereof, including without limitation all renewals thereof, all proceeds thereof (such as, by way of example, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements thereof, and all rights corresponding thereto throughout the world, and the goodwill of the business to which each of the Trademarks relates.

IN WITNESS WHEREOF, the Secured Party has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.


MARINE MIDLAND BANK, AS ASSIGNEE OF
MARINE MIDLAND BUSINESS LOANS, INC.

By 
Name DOUGLAS L. BURY
Title V.P.
0344

516846.01.05.B
VSD/1083377
3/26/99

STATE OF NY)
)
COUNTY OF ERIE) SS

On this 31 day of March, 1999 before me personally appeared DOUGLAS L BURY to me known to be the individual who executed the foregoing instrument and acknowledged to me that he executed the same as the duly authorized officer above designated of Marine Midland Bank, assignee of Marine Midland Business Loans, Inc.



Notary Public

My Commission Expires:

BRUCE F. DENT
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 12-31-00