

RECORDED

06-30-1999

COVER SHEET
FILE

OMB No. 0651-0011 (exp. 4/9)

NO 6-25-99
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To the Honorable Commissioner of

attached original documents or copy thereof.

1. Name of conveying party(ies):
IBJ Schroder Bank & Trust Company

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

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

2. Name and address of receiving party(ies)

Name: Brownstone Holdings, Inc.

Internal Address: _____

Street Address : 25 Kay Fries Drive

City: Stony Point State: NY Zip: 10980

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation State Delaware

Other _____

If assignee is not domiciled in the United States, a 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 of Security Interest

April 30, 1999

Execution Date: _____

4. Application number(s) or trademark

A. Trademark Application No.(s)

B. Trademark Registration

1,276,576 995,979 989,000 1,613,970
1,992,040 1,186,245 1,165,943 1,506,560

Additional numbers attached? Yes No

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

Name: Federal Research Corp

Internal Address: _____

Street Address: 400 Seventh St NW

Suite 101

City: Washington

Stat DC ZIP 20004

6. Total number of applications and registrations

8

7. Total fee (37 CFR 3.41) \$ 215.00 - E

Enclosed

Authorized to be charged to deposit

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

06/29/1999 MTHAI1 00000138 1276576

DO NOT USE THIS SPACE

01 FC:401 40.00 OP
02 FC:402 175.00 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.

Nancy A. Butler
Name of Person

Nancy Butler
Signature

6/22/99
Date

Total number of pages including cover sheet, attachments

5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

RELEASE OF TRADEMARKS

THIS RELEASE dated as of April 30, 1999 by IBJ Whitehall Bank ~~and~~ Trust Company, a Delaware corporation formerly known as IBJ Schroder Bank ~~and~~ Trust Company ("*Lender*"), as hereinafter described;

W i t n e s s e t h:

WHEREAS, Lender and Jean Grayson's Brownstone Studio, Inc. a New York corporation ("*Grayson*") are parties to a certain security agreement which was recorded in the United States Patent and Trademark Office on September 19, 1995 at Reel 1390 Frame 0599 (the "*Agreement*"), pursuant to which Grayson granted a security interest in and collateral assignment of certain trademarks listed on Attachment I hereto and certain other property (collectively the "*Trademarks*"); and

WHEREAS, Grayson requested that the Lender release its security interests in the Trademarks to Brownstone Holdings, Inc., a Delaware corporation ("*Brownstone*") and current owner of the Trademarks by virtue of an assignment which was recorded in the United States Patent and Trademark Office on September 25, 1998 at Reel 1793 Frame 0764 (the "*Assignment*");

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

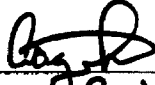
The Lender hereby releases its security interests in and collateral assignment of, to Brownstone, as successor in interest to Grayson by virtue of the Assignment, without any representation, warranty, recourse or undertaking by the Lender, all of its right, title and interest, if any, in and to:

(i) Each Trademark and each Trademark application listed on Attachment I 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

(ii) The goodwill of the business to which each of the Trademarks relates.

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

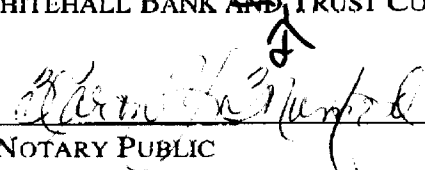
IBJ WHITEHALL BANK ^{NY} AND TRUST COMPANY

By: 
Name: Craig Thaler
Title: Vice President

KARON Y. MUMFORD
ATTORNEY AT LAW, State of New York
No. 01MU5085112
Qualified in Kings County
Certificate Filed in New York County
Commission Expires Sept. 15, 1999

STATE OF NEW YORK)
) SS
COUNTY OF New York)

ON THIS 30th DAY OF APRIL, 1999 BEFORE ME PERSONALLY APPEARED CRAIG H THALER 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 IBJ WHITEHALL BANK AND TRUST COMPANY.



NOTARY PUBLIC

MY COMMISSION EXPIRES:

KARON Y. MUMFORD

NOTARY PUBLIC, State of New York
No. 01MU5085112
Qualified In Kings County
Certificate Filed In New York County
Commission Expires Sept. 15, 1999

Attachment I

Jean Grayson's Brownstone Studio
Reg. No.: 1,276,576
Registered: May 1, 1984

Jean Grayson's Brownstone Studio
Reg. No.: 995,979
Registered: October 15, 1974

Brownstone Studio
Reg. No. 989,000
Registered: July 23, 1974

Brownstone Woman
Registered No.: 1,613,970
Registered: September 18, 1990

Adrian-Avery
Reg. No.: 1,506,560
Registered: September 27, 1988

Brownstone Boutique
Reg. No.: 1,992,040
Registered: August 6, 1996

Intime
Reg. No.: 1,186,245
Registered: January 12, 1982

Brownstone Studio
Reg. No. 1,165,943
Registered: August 18, 1981