

09-13-1999



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MRO
9-9-99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year

- Change of Name
- Other Release of Security Interest

Conveying Party

- Mark if additional names of conveying parties attached
- Name Bank of New York, The, as Agent Execution Date
Month Day Year
08 - 26 1999
- Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other New York Banking Corporation
- Citizenship/State of Incorporation/Organization New York

Receiving Party

- Mark if additional names of receiving parties attached
- Name PenRight! Corporation
- DBA/AKA/TA _____
- Composed of _____
- Address (line 1) 47358 Fremont Boulevard
- Address (line 2) _____
- Address (line 3) Fremont, California 94538
City State/Country Zip Code
- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

09/10/1999 JSHABAZZ 00000036 1892001

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 150.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information TRADEMARK
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231-0626

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

RETURN TO
FEDERAL RESEARCH CORP
400 SEVENTH STREET NW
SUITE 101
WASHINGTON DC 20004

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1892801"/>	<input type="text" value="1776350"/>	<input type="text" value="1756547"/>
<input type="text" value="1774646"/>	<input type="text" value="1645860"/>	<input type="text" value="1762535"/>
<input type="text" value="1778782"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Erica Peterson

Name of Person Signing

Signature

9/8/99

Date Signed

**RELEASE OF SECURITY
INTEREST IN TRADEMARKS**

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (the "Release") made as of the 26 day of August, 1999 by THE BANK OF NEW YORK, as Agent, with an office at One Wall Street, New York, NY 10286 (the "Agent").

W I T N E S S E T H:

WHEREAS, Telxon Corporation ("Telxon", or the "Borrowers"), the Lenders from time to time party thereto (the "Lenders"), the Issuer (as defined in the Credit Agreement defined below), the Swing Line Lender (as defined in the Credit Agreement defined below) and the Bank of New York, as Agent for the the Lenders, the Issuer and the Swing Line Lender, are party to that certain Credit Agreement, dated as of March 8, 1996, as amended, amended and restated, supplemented or otherwise modified from time to time (the "Credit Agreement");

WHEREAS, the Borrower, Teletransaction, Inc., Penright! Corporation and Meta Holding Corporation (collectively, the "Grantors") entered into a Patent and Trademark Security Agreement dated as of March 26, 1999 (the "Patent and Trademark Security Agreement"), pursuant to which each Grantor assigned, conveyed and transferred unto the Agent, for the ratable benefit of the Lenders, the Issuer and the Swing Line Lender, on the terms and conditions contained in the Patent and Trademark Security Agreement, and as additional security for the Secured Obligations (as defined in the Patent and Trademark Security Agreement), a lien upon all of each Grantor's right, title and interest in, to and under the Trademarks (as defined in the Patent and Trademark Security Agreement) and under the goodwill of the business symbolized by the Trademarks, and in, to, and under all assets deriving from and relating to the Trademarks, including, without limitation, license fees and other payments due thereon or in connection therewith;

WHEREAS, the Patent and Trademark Security Agreement was recorded in the United States Patent and Trademark Office (the "PTO") as Document No. 101002704 in Reel 1877, Frame 0865 on March 30, 1999;

NOW, THEREFORE, in consideration of these premises, the Agent hereby agrees as follows:

1. The Agent hereby re-assigns and releases to each Grantor and terminates all right, title and interest that the Agent has in and to the Trademarks listed on Schedule A attached hereto (the "Released Trademarks") and all proceeds of the foregoing; and all general intangibles associated with the foregoing, including without limitation, all goodwill associated in any way with such Released Trademarks; the right to sue for past, present and future infringements, and all rights corresponding thereto; and all rights relating to any related Trademarks or Trademark applications existing in the past, present or future. The Agent will execute and deliver to each Grantor, in a


commercially reasonable manner, at each Grantor's expense, such additional documents as may be reasonably necessary, which are intended to terminate any interest of the Agent in the Released Trademarks.

2. This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

3. This Release may be executed in two or more counterparts, and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which taken together shall constitute but one and the same agreement.


IN WITNESS WHEREOF, the undersigned has caused this Release to be duly executed and delivered by a duly authorized officer on the day and year first above written.

THE BANK OF NEW YORK, as Agent

By: 
Name: ALBERT R TAYLOR
Title: VICE PRESIDENT

**ACCEPTED AND AGREED AS OF
THIS 21st DAY OF AUGUST, 1999**

**TELXON CORPORATION
TELETRANSACTION, INC.
PENRIGHT! CORPORATION
META HOLDING CORPORATION**

By: 
Name: W. M. MCKEE
Title: VP/CFO

SCHEDULE A

PenRight! Corporation

<u>REGISTRATION NUMBER</u>	<u>REG. DATE</u>	<u>MARK</u>
1,892,801	5/2/95	DATANODE
1,776,350	6/15/93	CODESTART
1,756,547	3/9/93	PENRIGHT!
1,774,646	6/1/93	PENRIGHT! & DESIGN
1,645,860	5/28/91	FIELDNET
1,762,535	4/6/93	PENRIGHT! PRO
1,778,782	6/29/93	PENRESOURCE