

03-27-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

P. 23.00

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 by Secured Party

Conveying Party

Mark if additional names of conveying parties attached

Name Heller Financial, Inc. Execution Date
Month Day Year 02/03/00

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Phillips & Brooks/Gladwin, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 139 Hightower Parkway

Address (line 2)

Address (line 3) Dawsonville Georgia 30534
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 Georgia

FOR OFFICE USE ONLY

03/27/2000 DCOATES 00000038 701378

01 FC:481 40.00 BP
02 FC:482 225.00 BP

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 to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002039 FRAME: 0933

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)

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" value="701,378"/>	<input type="text" value="1,114,799"/>	<input type="text" value="1,166,114"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="739,369"/>	<input type="text" value="1,139,381"/>	<input type="text" value="1,465,213"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="776,607"/>	<input type="text" value="1,150,197"/>	<input type="text" value="1,841,171"/>

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

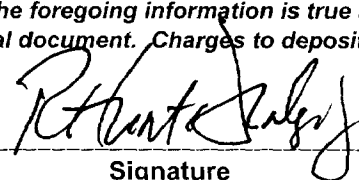
Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

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.

R. Hunt Dunlap, Jr.



2/4/00

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3) City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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

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Trademark Application Number(s)

Registration Number(s)

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1,835,987	<input type="text"/>	<input type="text"/>
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RELEASE

This Release granted on this 3rd day of February, 2000, by HELLER FINANCIAL, INC., as Lender ("Lender") to PHILLIPS & BROOKS/GLADWIN, INC., a Georgia corporation, ("Assignor"), as follows:

WITNESSETH

WHEREAS, the Assignor has heretofore granted to the Lender a Security Interest in certain U.S. trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses (the "Marks") more particularly set forth on Schedule I attached hereto to secure the Obligations of the Assignor as defined in the Loan and Security Agreement between the parties dated October 4, 1989; and

WHEREAS, the Lender wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule I hereto.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Lender hereby releases, discharges, quit claims and relinquishes unto the Assignor any and all right, title and interest in and to the Marks, and more particularly the security interest in the trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses set forth on Schedule I hereto granted to the Lender by the Assignor by the Loan and Security Agreement.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

Dated: February 3, 2000

HELLER FINANCIAL, INC., as Lender

By: [Signature]
Name: HUGH E. WILDER
Title: SVP

[SEAL]

State of Illinois)
) ss.
County of Cook)

On this 3rd day of February, 1999, before me personally appeared Hugh E. Wilder, to me known who, being by me duly sworn, did depose and say that (s)he is a Senior Vice President of Heller Financial, Inc., described herein and which executed the foregoing instrument and that (s)he signed his name thereto pursuant to the authority granted by Heller Financial, Inc.

[Signature]
Notary Public

My Commission Expires: November 3, 2003



SCHEDULE I

Trademarks (USA):

- No. 1,835,987 - PBG/Keypad logo
- No. 1,841,171 - PBG logo
- No. 701,378 - Boothette
- No. 739,369 - Shelf-ette
- No. 776,607 - Canopy
- No. 1,114,799 - G Gladwin
- No. 1,139,381 - Guard Post
- No. 1,150,197 - G (Logo)
- No. 1,166,114 - Glad-Cote
- No. 1,465,213 - Powerline