

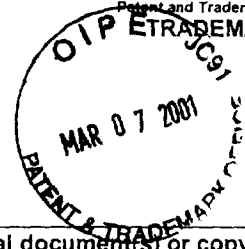
03-14-2001

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



101635370

U.S. Department of Commerce
Patent and Trademark Office



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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
Terminated
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

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

Mark if additional names of receiving parties attached

Name

DBA/AK/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

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

FOR OFFICE USE ONLY

03/13/2001 6TON11 00000173 1373777

01 FC:481 40.00 DP
02 FC:482 125.00 DP

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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: 002250 FRAME: 0691

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

[Empty text box]

[Empty text box]

Formerly

[Empty text box]

Individual General Partnership Limited Partnership Corporation Association

Other [Empty text box]

Citizenship State of Incorporation/Organization [Empty text box]

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

Marlborough Capital Investment Fund III B.V.P.

DBA/AKA/TA

[Empty text box]

Composed of

[Empty text box]

Address (line 1)

535 Griswold Street

Address (line 2)

Suite 2050

Address (line 3)

Detroit
City

Michigan
State/Country

48226
Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other [Empty text box]

Citizenship/State of Incorporation/Organization Delaware

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 the Assignment.)

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)

[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
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[Empty]	[Empty]	[Empty]
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[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

FORM PTO-1618C
Expires 06/30/99
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

[Empty text box for Name]

[Empty text box for Execution Date]

Formerly

[Empty text box for Formerly]

Individual General Partnership Limited Partnership Corporation Association

Other [Empty text box]

Citizenship State of Incorporation/Organization [Empty text box]

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name Malborough Capital Investment Fund III L.P.

DBA/AKA/TA [Empty text box]

Composed of [Empty text box]

Address (line 1) 535 Griswold Street

Address (line 2) Suite 2050

Address (line 3) Detroit Michigan 48226
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 the Assignment.)

Corporation Association

Other [Empty text box]

Citizenship/State of Incorporation/Organization Delaware

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)

Grid of 8 rows and 3 columns of empty text boxes for Trademark Application Numbers.

Grid of 8 rows and 3 columns of empty text boxes for Registration Numbers.

4

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="1373777"/>	<input type="text" value="806740"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1328510"/>	<input type="text" value="447774"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="772334"/>	<input type="text" value="447775"/>	<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

cf# 1491

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.

Ruth Talavera

Ruth Talavera

March 2, 2001

Name of Person Signing

Signature

Date Signed

**Attachment to Termination of Security Agreement
(Trademarks)**

Registered Trademarks

<u>Country</u>	<u>Trademark</u>	<u>Registration Number</u>
USA	OEM	1,373,777
USA	MAXPOWER	1,328,510
USA	JARROW	772,334
USA	MAGNET-ALL	806,740
MEXICO	HOLM INDUSTRIES	447,774
MEXICO	HOLM INDUSTRIES	447,775

Pending Trademark Applications

None

Expired, Abandoned or Cancelled Trademarks

None

Trademark Applications in Preparation

None

Trademark Licenses

None

DETROIT 26191-11 573323

TERMINATION OF SECURITY AGREEMENT
(TRADEMARKS)

WHEREAS, HOLM ACQUISITION COMPANY, (herein referred to as "Company"), owns trademark registrations in the United States Patent and Trademark Office, more particularly described on Schedule A annexed hereto and made a part hereof (the "Trademarks");

WHEREAS, Company had pledged the Trademarks as security for a Notes Purchase Agreement (the "Security Agreement") with THE PENINSULA FUND II LIMITED PARTNERSHIP, a Delaware limited partnership, MARLBOROUGH CAPITAL INVESTMENT FUND III, L.P., a Delaware limited partnership, and MARLBOROUGH CAPITAL INVESTMENT FUND IIIB, L.P., a Delaware limited partnership (collectively the "Secured Party") and granted to Secured Party a security interest in all right, title and interest of Company in and to the Trademarks (the "Collateral") to secure the prompt payment, performance and observance of certain obligations of Company to Secured Party; and

WHEREAS, Secured Party desires to terminate the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Secured Party does hereby terminate the Security Agreement and the security interest in the Collateral evidenced by a Security Agreement dated June 30, 2000, recorded in the United States Patent and Trademark Office on July 19, 2000, at reel 002116, frame 0497.

IN WITNESS WHEREOF, Secured Party has caused this Termination of Security Agreement to be duly executed by its officer thereunto duly authorized as of the 1st day of March, 2001.

The Peninsula Fund II Limited Partnership

Marlborough Capital Investment
Fund III L.P.

By: Marlborough Capital Partners III, LLC
Its: General Partner

By: [Signature]
Name: Scott Redilly
Title: President

By: Margaret L. Lanoux
Name: MARGARET L. LANOIX
Title: Member

Marlborough Capital Investment Fund IIIB, L.P.

By: Marlborough Capital Partners III, LLC
Its: General Partner

By: Margaret L. Lanoux
Name: MARGARET L. LANOIX
Title: Member

TRADEMARK

RECORDED: 03/07/2001

REEL: 002250 FRAME: 0696