03-14-2001

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

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

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PATENT & TRADEMARK OFFICE

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

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

Conveyance Type

- [ ] Assignment
- [ ] License
- [x] Security Agreement Termination
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year

Conveying Party

[ ] Mark if additional names of conveying parties attached

Execution Date Month Day Year: 03012001

Name: Holm Acquisition Company

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [x] Corporation [ ] Association

[ ] Other

[ ] Citizenship/State of Incorporation/Organization: INDIANA

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: The Peninsula Fund II Limited Partnership

DBA/AKA/TA:

Composed of:

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 [x] Limited Partnership

[ ] Corporation [ ] Association

[ ] Other

[ ] 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.)*

[x] Citizenship/State of Incorporation/Organization: Delaware

FOR OFFICE USE ONLY

03/13/2001 GTON11 00000173 1373777

01 FC:481 40.00 OP
02 FC:482 125.00 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 to:
Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

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RECORDATION FORM COVER SHEET
CONTINUATION
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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

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: Marlborough Capital Investment Fund III, L.P.

DBA/AKA/TA

Composed of

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

☐ 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.)*

☒ 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)		

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RECORDATION FORM COVER SHEET
CONTINUATION
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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

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: Malborough Capital Investment Fund III L.P.

DBA/AKA/TA

Composed of

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

☐ 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.)*

☒ 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)		

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FORM PTO-1618B
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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: Patricia Del Rio

Address (line 1): Clifford Chance Rogers & Wells LLP

Address (line 2): 200 Park Ave

Address (line 3): NY, NY 10166

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 2

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)		
			1373777	806740	
			1328510	447774	
			772334	447775	

Number of Properties

Enter the total number of properties involved. # 6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 165.00

ck# 14911

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.

Ruth Talavera		March 2, 2001
Name of Person Signing	Signature	Date Signed

Attachment to Termination of Security Agreement (Trademarks)

Registered Trademarks

Country	Trademark	Registration Number
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

By: [signature]
Name: Scott Reilly
Title: President

Marlborough Capital Investment Fund III L.P.
By: Marlborough Capital Partners III, LLC
Its: General Partner

By: Margaret L Lanois
Name: MARGARET L. LANOIS
Title: Member

Marlborough Capital Investment Fund IIIB, L.P.
By: Marlborough Capital Partners III, LLC
Its: General Partner

By: Margaret L Lanois
Name: MARGARET L. LANOIS
Title: Member