

10-03-2001



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ORIGINAL ONLY

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

State Street Bank and Trust Company

10421

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Release of Assignment

Execution Date: 8/30/01

2. Name and address of receiving party(ies)

Name: Meenan Oil Co., L.P.

Internal Address:

Street Address: 6900 Jericho Turnpike

City: Syosset State: NY Zip: 11791

- Individual(s) citizenship Association General Partnership Limited Partnership Delaware Corporation-State Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1572413 1720717 2100159

Additional number(s) attached Yes No

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

Name: Bradley S. White, Esq.

Internal Address: Orrick, Herrington & Sutcliffe, LLP

Street Address: 777 South Figueroa Street Suite 3200

City: Los Angeles State: CA Zip: 90017

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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.

Duane Beasley

Name of Person Signing

Signature

10/1/01

Date

Total number of pages including cover sheet, attachments, and document:

10/10/2001 LMUELLER 00000105 1572413

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

01 FC:481 02 FC:482

40.00 DP 50.00 DP

TRADEMARK REEL: 002377 FRAME: 0530

**RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, by a Trademark Security Agreement dated as of November 1, 1995, recorded in the United States Patent and Trademark Office on May 10, 1996 at Reel 1464, Frame 0964 ("Trademark Security Agreement"), Meenan Oil Co., L.P., a Delaware limited partnership ("Meenan") granted to Fleet National Bank as security trustee ("Security Trustee") under a certain trust indenture dated November 1, 1995 ("Trust Indenture") a security interest in all right, title and interest of Meenan in and to three trademarks listed on Schedule A annexed hereto together with, inter alia, the goodwill symbolized thereby, the two registrations and the one trademark application identified on Schedule A and certain other intangibles associated therewith ("the Collateral");

WHEREAS, State Street Bank and Trust Company has succeeded to the position of Fleet National Bank as security trustee under the Trust Indenture and is empowered to act in the place and stead of Fleet National Bank as Security Trustee with respect to the Trademark Security Agreement;

WHEREAS, a trademark registration has now issued upon the trademark application set forth on Schedule A;

WHEREAS, the parties have agreed that for good and valuable consideration Security Trustee's security interest in the Collateral, including the three trademarks and the registrations thereof listed on Schedule B annexed hereto (the two trademark registrations set forth on Schedule A and the trademark registration that issued upon the Trademark Application) are to be relinquished, released and discharged and such good and valuable consideration has been received by Security Trustee; and

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, Security Trustee hereby relinquishes, releases and discharges its security interest in the Collateral, including the three trademarks and the registrations thereof listed on Schedule B annexed hereto.

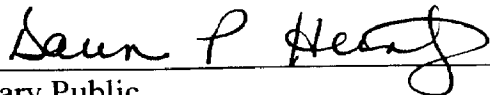
IN WITNESS WHEREOF, the Security Trustee has caused this Release of Security Interest in Trademark Registrations to be duly executed as of August 30, 2001.

STATE STREET BANK AND TRUST COMPANY

By:  _____

State of Connecticut)
) ss:
County of Hartford)

On the 30th day of August in the year 2001 before me personally came Michael M. Hopkins to me known, who, being by me duly sworn, did depose and say that he is a Vice President of State Street Bank and Trust Company, the bank organized and existing under the laws of the United States of America described in and which executed the above instrument; and that he signed his name thereto by authority of the board of directors of said bank.



Notary Public

DAWN P. HEINTZ
NOTARY PUBLIC
MY COMMISSION EXPIRES MAY 31, 2002

TRADEMARKS AND TRADEMARK APPLICATIONS AND REGISTRATIONS

Trademark Registrations:

- 1572413 MEENAN WARMTH IS WHAT WE'RE ALL ABOUT AND DESIGN
- 1720717 WARMTH IS WHAT WE'RE ALL ABOUT

Trademark Applications

Pending MEENAN SECURITY SERVICES

SCHEDULE B

REGISTERED TRADEMARKS	REGISTRATION REG. NO.	DATE
MEENAN WARMTH IS WHAT WE'RE ALL ABOUT and design	1,572,413	12/19/1989
WARMTH IS WHAT WE'RE ALL ABOUT	1,720,717	9/29/1992
MEENAN SECURITY SERVICES and design	2,100,159	9/23/1997

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WHEREAS, State Street Bank and Trust Company has succeeded to the position of Fleet National Bank as security trustee under the Trust Indenture and is empowered to act in the place and stead of Fleet National Bank as Security Trustee with respect to the Trademark Security Agreement;

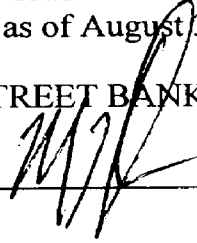
WHEREAS, a trademark registration has now issued upon the trademark application set forth on Schedule A;

WHEREAS, the parties have agreed that for good and valuable consideration Security Trustee's security interest in the Collateral, including the three trademarks and the registrations thereof listed on Schedule B annexed hereto (the two trademark registrations set forth on Schedule A and the trademark registration that issued upon the Trademark Application) are to be relinquished, released and discharged and such good and valuable consideration has been received by Security Trustee; and

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, Security Trustee hereby relinquishes, releases and discharges its security interest in the Collateral, including the three trademarks and the registrations thereof listed on Schedule B annexed hereto.

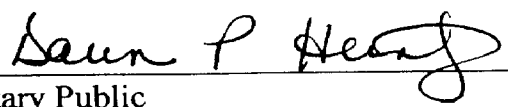
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