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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings $\Rightarrow \Leftarrow \Leftarrow \Leftarrow \blacktriangledown$		01-22-2002		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of				original documents or copy thereof.	
1. Name of conveying party(ies): ING FURMAN SELZ INVESTORS III LP <i>1-10-02</i>		101954292		receiving party(ies) Name: ABC-NACO INC.	
<input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____		Internal Address: _____ Street Address: 335 Eisenhower Lane South City: Lombard State: IL Zip: 60148		<input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		3. Nature of conveyance:		If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other Correction - Release of Security Interest		Execution Date: May 2, 2001			
4. Application number(s) or registration number(s):		A. Trademark Application No.(s) 1,509921		B. Trademark Registration No.(s)	
See Exhibit A attached hereto		Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed:		6. Total number of applications and registrations involved: 19		7. Total fee (37 CFR 3.41).....\$ 490.00	
Name: Debra A. Kozlowski		<input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account		8. Deposit account number:	
Internal Address: Sidley Austin Brown & Wood		19-2165 (Attach duplicate copy of this page if paying by deposit account)			
Street Address: Bank One Plaza					
10 S. Dearborn Street					
City: Chicago State: IL Zip: 60603					
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.					
Debra A. Kozlowski		<i>Debra Kozlowski</i>		January 3, 2002	
Name of Person Signing		Signature		Date	
				9	

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

01/22/2002 AAHMED1 00000111 192165 1509921
 01 FC:481 40.00 CH
 02 FC:482 450.00 CH

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EXHIBIT A
TRADEMARKS

<u>Trademark</u>	<u>Number</u>	<u>Date</u>
ABC Rail	1509921	10/25/88
ABC Rail	1510876	11/01/88
ABC Rail	1510875	11/01/88
ABC Rail Stylized	1917830	9/12/95
ABC Rail Stylized	1921481	9/26/95
ABC Stylized	1921861	
ABC RAIL	1510876	
Footprint	2006656	10/8/96
Footprint Design	1988969	7/23/96
Hydra-Cell	1006266	3/11/75
Racor	169851	7/3/23
Racor	173737	10/2/23
Racor	422784	8/13/46
Racor (in a diamond)	423512	9/3/46
Racor (in a diamond)	682840	8/4/59
Racor (in a diamond)	706620	11/1/60
S and Design	721875	9/26/61
Security	1004189	2/11/75
Trackmang	747472	4/2/63

10-01-2001



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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
ABC-NACO INC.

9.26.01

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

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

3. Nature of conveyance:

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

Execution Date: **May 2, 2001**

2. Name and address of receiving party(ies)

Name: **ING FURMAN SELZ INVESTORS III LP**

Internal

Address: _____

Street Address: **55 East 52nd Street**

City: **New York** State: **NY** Zip: **10055**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other **Collateral Agent**

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)

See Exhibit A attached hereto

B. Trademark Registration No.(s)

1509921

Additional number(s) attached Yes No

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

Name: **Debra A. Kozlowski**

Internal Address: **Sidley Austin Brown & Wood**

Street Address: **Bank One Plaza**

10 S. Dearborn Street

City: **Chicago** State: **IL** Zip: **60603**

6. Total number of applications and registrations involved: **19**

7. Total fee (37 CFR 3.41).....\$ **490.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-2165

(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.

Debra A. Kozlowski

Name of Person Signing

Debra A. Kozlowski

Signature

September 26, 2001

Date

5

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

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

ABC-NACO INC.

**RELEASE OF
SECURITY INTERESTS IN TRADEMARKS**

WHEREAS, ABC-NACO Inc. ("Grantor") entered into that certain TRADEMARK SECURITY AGREEMENT (as from time to time amended, supplemented or modified) ("Security Agreement") dated as of MAY 2, 2001 by and between ABC-NACO INC., a Delaware corporation (the "Company"), and ING FURMAN SELZ INVESTORS III LP, a Delaware limited partnership, as collateral agent (the "Collateral Agent") for the Secured Creditors (as defined therein).;

WHEREAS, Grantor granted to Collateral Agent, under the terms of the Security Agreement, a continuing security interest (the "Security Interest") in favor of Collateral Agent in and to all of Grantor's trademarks (the "Intellectual Property") described in the Security Agreement;

WHEREAS, Grantor granted the Security Interest to Collateral Agent in order to secure the complete and timely satisfaction of its obligations under the Security Agreement (the "Secured Obligations");

WHEREAS, Grantor has satisfied the Secured Obligations and Collateral Agent has agreed to release the Security Interest in the Intellectual Property;

NOW, THEREFORE, in consideration of the foregoing and intending to be legally bound, Collateral Agent hereby releases the Security Interest in the Intellectual Property, hereby waives and relinquishes all its rights, powers, privileges and remedies related to the Intellectual Property with respect to Grantor and Grantor's successors and assigns under the Security Agreement, hereby sells, assigns, transfers and sets over to Grantor and Grantor's successors and assigns any right, title or interest in or to the Intellectual Property described in the Security Agreement, including, without limitation, the trademark registrations and applications set forth on Schedule A hereto, and the goodwill associated therewith, and hereby releases Grantor and Grantor's successors and assigns from all covenants, obligations, liabilities and warranties related to the Intellectual Property under the Security Agreement.

ING FURMAN SELZ INVESTORS III LP,
as Collateral Agent

By: *[Signature]*

Title: Managing Member of FS Private

Date: Investments, the Manager

EXHIBIT A
TRADEMARKS

<u>Trademark</u>	<u>Number</u>	<u>Date</u>
ABC Rail	1509921	10/25/88
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Racor (in a diamond)	682840	8/4/59
Racor (in a diamond)	706620	11/1/60
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Security	1004189	2/11/75
Trackmang	747472	4/2/63



UNITED STATES
PATENT AND
TRADEMARK OFFICE

NOVEMBER 30, 2001

PTAS

Chief Information Officer
Washington, DC 20231
www.uspto.gov

SIDLEY AUSTIN BROWN & WOOD
DEBRA A. KOZIOWSKI
BANK ONE PLAZA
10 S. DEARBORN STREET
CHICAGO, IL 60603



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UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 09/26/2001

REEL/FRAME: 002375/0276
NUMBER OF PAGES: 5

BRIEF: RELEASE OF SECURITY INTEREST

ASSIGNOR:
ABC-NACO INC.

DOC DATE: 05/02/2001
CITIZENSHIP:
ENTITY: CORPORATION

ASSIGNEE:
ING FURMAN SELZ INVESTORS III LP
55 EAST 52ND STREET
NEW YORK, NEW YORK 10056

CITIZENSHIP:
ENTITY: COLLATERAL AGENT

APPLICATION NUMBER: 73723937
REGISTRATION NUMBER: 1509921

FILING DATE: 04/22/1988
ISSUE DATE: 10/25/1988

MARK: ABC RAIL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73719769
REGISTRATION NUMBER: 1510875

FILING DATE: 03/31/1988
ISSUE DATE: 11/01/1988

MARK: ABC RAIL
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM