

02-04-2002

Form PTO-1594

(Rev. 03/01)

OMB NO. 0651-0027 (exp. 5/31/2002)



101969655

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): 1-17-02
 Bank of America, N.A. (as successor to Bank of America National Trust and Savings Association)

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

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

2. Name and address of receiving party(ies):

Name: ABC-NACO Inc.
 Internal _____
 Address: _____
 Street Address: 335 Eisenhower Lane South
 City: Lombard State: IL Zip: 60148

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Release of Security Interest in Trademarks

Execution Date: December 27, 2001

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

A. Trademark Application No.(s)
 See attached Exhibit A

B. Trademark Registration No.(s)
 See attached Exhibit A

Additional number(s) attached? Yes No

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

Name: Allison Engel, Esq.
Paul, Weiss, Rifkind, Wharton &
 Internal Address: Garrison

Street Address: 1285 Avenue of the Americas

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 28

7. Total fee (37 CFR 3.41) \$ 715.00

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.

Minter Krotzer [Signature] 1/16/02
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 7

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

01/31/2002 TDIAZ1 00000167 1921861
 01 FC:481 40.00 OP
 02 FC:482 675.00 OP

Doc#: NY6: 128220.1

TRADEMARK REEL: 002435 FRAME: 0935

EXHIBIT A

TRADEMARKS

<u>U.S. Registration or Serial No.</u>	<u>Registered Mark</u>	<u>Date of Issuance</u>	<u>[Renewal Date] Expiry Date</u>	<u>Application Date (if not yet issued)</u>
1921861	ABC	09/26/95		
1509921	ABC RAIL	10/25/88		
1510876	ABC RAIL	11/01/88		
1510875	ABC RAIL	11/01/88		
1917830	ABC STYLIZED	09/12/95		
1921481	ABC STYLIZED	09/26/95		
633896	COMET	09/04/56		
74793	DIAMOND S	08/10/09		
405142	DIAMOND S	01/11/44		
2006646	FOOTPRINT	10/08/96		
1988969	FOOTPRINT DESIGN	07/23/96		
1006266	HYDRA-CELL	03/11/75		
719136	LOCKEY	08/01/61		
169851	RACOR	07/03/23		
173737	RACOR	10/02/23		
422784	RACOR	08/13/46		
423512	RACOR (in a diamond)	09/03/46		
682840	RACOR (in a diamond)	08/04/59		
706620	RACOR (in a diamond)	11/01/60		
721875	S	09/26/61		
740527	S (in a circle)	11/13/62		
288568	SAMSON	11/03/31		
974281	SAMSON	12/04/73		
1004189	SECURITY	02/11/75		
343135	SOUTHERN	02/09/37		
Application 74/548197	THE ROUND ONE	(abandoned)		07/11/94

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747472	TRACKMANG	04/02/63		
Application 75/27614	X-CEL	(abandoned)		12/04/95

ABC-NACO, INC.

RELEASE OF SECURITY INTERESTS IN TRADEMARKS

This Release of Security Interest in Trademarks (the "Release"), dated as of December 17, 2001, is made by Bank of America, N.A. (as successor to Bank of America National Trust and Savings Association) ("Bank") in favor of ABC-NACO Inc., a Delaware corporation ("Grantor").

WHEREAS, Grantor entered into that certain TRADEMARK SECURITY AGREEMENT (as from time to time amended, supplemented or modified) ("Security Agreement") dated February 19, 1999 by and between Grantor and Bank, as collateral agent (the "Collateral Agent") for the Secured Creditors (as defined therein) and recorded in the United States Patent and Trademark Office as July 19, 1999 at Reel 1932, Frame 0152;

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, including the trademark registrations and applications set forth on Exhibit A attached hereto;

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

WHEREAS, 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 of 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, and the goodwill associated therewith, and hereby releases Grantor and Grantor's successors and assigns from all covenants, obligations, liability and warranties related to the Intellectual Property under the Security Agreement. Bank further represents and warrants that it has the full right and legal authority to sign for Bank of America National Trust and Savings Association as its successor.

BANK OF AMERICA, N.A. (as
successor to Bank of America
National Trust and Savings
Association),

as Collateral Agent

By: David A. Johanson

Title: David A. Johanson
Vice President

SUBSCRIBED AND SWORN TO before
me this 27th day of Dec, 2001.

Maria Paggao
Notary Public

My Commission Expires 2/1/05



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