

03-19-2002

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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):

BHF-Bank AG
61 Queen Street
London EC4R 1AE England

- ☐ Individual(s) ☐ Association
- ☐ General Partnership ☐ Limited Partnership
- ☐ Corporation-State
- ☒ Other Organized under the laws of
England and Wales

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
- ☐ Security Agreement ☐ Change of Name
- ☒ Other Termination of Security
Agreement

Execution Date: February 2, 2001

2. Name and address of receiving party(ies)

Name: USM Group Holdings, Ltd.

Internal

Address: c/o Arthur AndersenStreet Address: 1 Surrey StreetCity: London State: WC2R 2NT, England Zip:

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

☒ Other an entity organized under the laws
of England and Wales
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) 995,576;
938,715;
939,746Additional number(s) attached ☐ Yes ☒ No

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

Name: David F. Hannan, Esq.Internal Address: Hogan & Hartson L.L.P.Attn: Box Intellectual PropertyStreet Address: 8300 Greensboro Drive
Suite 1100City: McLean State: VA Zip: 221026. Total number of applications and registrations involved: 37. Total fee (37 CFR 3.41).....\$ 90.00

- ☒ Enclosed
- ☒ Authorized to be charged to deposit account

8. Deposit account number:

50-1349

(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.

DAVID F. HANNAN

Name of Person Signing

David F. Hannan

Signature

3/13/02

Date

Total number of pages including cover sheet, attachments, and document: 3Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK

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PATENT & TRADEMARK OFFICE
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02 FC:462

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

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

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

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

☒

Citizenship/State of Incorporation/Organization

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)

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Registration Number(s)

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RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

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

DBA/KA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Nashua

City

New Hampshire

State/Country

03060

Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership

☒ Corporation ☐ Association

☐ Other

☒ 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)

**TERMINATION AND RELEASE
(SECURITY AGREEMENT)**

WHEREAS, USM Group Holdings Limited, USM Corporation ("USM"), United Shoe Machinery Corporation ("United Shoe") and BHF-Bank AG (the "Bank"), executed a U.S. Security Agreement, dated as of January 30, 1998 (the "Security Agreement"), to provide security for a credit facility furnished by the Bank;

WHEREAS, pursuant to the terms of the Security Agreement, USM and United Shoe each granted the Bank a security interest in the Collateral (as defined in the Security Agreement);

WHEREAS, USM International Limited ("USM International"), the parent corporation of USM and indirect parent corporation of United Shoe, is entering into a Stock Purchase Agreement with KF Manufacturing LLC ("KF Manufacturing"), pursuant to which USM International is to sell its shares of stock of USM to KF Manufacturing;

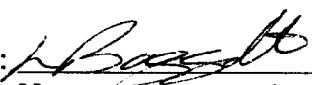
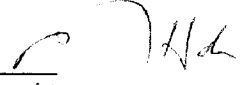
WHEREAS, it is anticipated that the proceeds from the sale contemplated in the Stock Purchase Agreement ultimately will be transferred to the Bank to satisfy certain intercompany obligations between USM International and its ultimate parent, USM Group Holdings Ltd. ("USM Group"), and USM Group's obligations to the Bank; and

WHEREAS, the Bank is providing this Termination and Release in consideration of USM International's assignment to the Bank of USM International's right, title and interest in and to a new Security Agreement, dated as of even date hereof, among KF Manufacturing, USM, United Shoe, 3138933 Canada, Inc. and USM Canada, Inc.

NOW, THEREFORE, in consideration of the premises, the Bank hereby terminates the Security Agreement and hereby releases its security interests granted in the Collateral pursuant to the Security Agreement; provided, however, that any obligation which the Security Agreement states would survive termination shall not be terminated or released.

IN WITNESS WHEREOF, the undersigned has executed this
Termination and Release on the 2nd day of February, 2001.

BHF-BANK AG

By:  
Name: IAN BAGGOTT / PETER HALE
Title: ASSISTANT DIRECTOR / DIRECTOR