

07-02-2002



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

OFFICE OF FINANCIAL RECORDS TRAL 102142385

DEPARTMENT OF COMMERCE 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) Bank of America, N.A. [] Individual(s) [] General Partnership [] Corporation [] Other [x] Association [x] Limited Partnership Additional name(s) of conveying party(ies) attached? [] Yes [x] No

06/24/02

2. Name and address of receiving party(ies) Name: Manufacturers' Services Limited Internal Address: Street Address: 300 Baker Avenue City: Concord State: MA Zip: 01742-2121 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] 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 [x] No

1. Nature of conveyance: [] Assignment [] Security Agreement [] Corporation-State [x] Other: Release of Security Interest of Trademarks Execution Date: June 20, 2002 [] Merger [] Change of Name

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/021,601; 76/021,600; and 76/009,967 B. Trademark Registration No.(s) 2,301,104; 2,154,546; 2,154,544; 2,148,653; and 1,946,905 Additional number(s) attached [] Yes [x] No

6. Total number of applications and registrations involved: 8 7. Total fee (37 CFR 3.41) \$215.00 [x] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Melissa L. Clemens, Esq. Internal Address: Street Address: O'MELVENY & MYERS LLP 400 South Hope Street City: Los Angeles State: CA Zip: 90071-2899

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. Melissa L. Clemens Name of Person Signing Signature Date June 24, 2002 Total number of pages including cover sheet, attachments, and document: []

07/01/2002 6TON11 00000257 76021601 Mail 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 OP 175.00 OP LAI:972988.1

TRADEMARK REEL: 002535 FRAME: 0755

RELEASE OF SECURITY INTEREST OF TRADEMARKS

This Release of Security Interest is dated as of June 20th, 2002. Reference is hereby made to the Grant of Trademark Security Interest (the "**Trademark Grant**") by and between Manufacturers' Services Limited, a Delaware corporation ("**Grantor**"), and Bank of America, N.A., as Administrative Agent (the "**Administrative Agent**"), recorded with the United States Patent and Trademark Office on or about August 23, 2000 (Reel/Frame No. 2141/0411).

Administrative Agent hereby notifies, acknowledges to and agrees with Grantor that the security interest granted by Grantor to Administrative Agent in the collateral set forth in the Trademark Grant (the "**Trademark Collateral**") including, without limitation, the security interest granted in the trademarks listed on the attached Schedule A, is terminated and released, and that Administrative Agent hereby releases and forever discharges all of its right, title and interest of any kind or nature granted, assigned or conveyed pursuant to the Trademark Grant in the Trademark Collateral.

The Administrative Agent releases all liens, pledges, security interests, charges and other encumbrances of whatever nature (collectively, "**Encumbrances**") on this Release of Security Interest including, without limitation, those Encumbrances created under or in connection with the Trademark Grant.

Nothing in this Release of Security Interest shall be deemed to be a release by Bank of America, N.A., in its capacity as administrative agent ("**New Agent**") under the Credit Agreement, dated as of the date hereof (as amended, restated, modified or supplemented from time to time, the "**New Credit Agreement**"), among the Grantor, certain of its affiliates, the lenders named therein, New Agent, Credit Suisse First Boston, Cayman Islands Branch, as syndication agent, and Banc of America Securities LLC and Credit Suisse First Boston, Cayman Islands Branch, as co-book managers and co-lead arrangers of any of the "**Agent's Liens**" (as defined in the New Credit Agreement).

The Administrative Agent hereby agrees to take such further actions and to execute and deliver such further documents as Grantor may reasonably request to effect and evidence this Release, including, without limitation, the execution and delivery of any filings, statements, amendments, recordations or other instruments required to maintain the applications or registrations of the Trademark Collateral and record the chain of title accordingly with the United States Patent and Trademark Office, subject, in each case to the Grantor's prior payment in full to the Administrative Agent of its costs and expenses (including reasonable fees and disbursements of counsel) incurred in connection therewith; provided, however, that Administrative Agent shall not be required to take any action which exposes the Administrative Agent to personal liability or which is contrary to applicable law.

IN WITNESS WHEREOF, Administrative Agent has caused this Release of Security Interest to be duly executed and delivered by its duly authorized officer as of the date first above written.

**BANK OF AMERICA, N.A.,
as Administrative Agent**

By: *Liliana Claar*
Name: LILIANA CLAAR
Title: Vice President

**SCHEDULE A
TO
RELEASE OF SECURITY INTEREST OF TRADEMARKS**

Registered Trademarks:

Registered Owner	Trademark Description	Registration Number	Registration Date
Manufacturers' Services Limited	MANUFACTURERS' SERVICES	US-2,301,104	12/14/99
Manufacturers' Services Limited	TCOO	US-2,154,546 EC-000748640	05/05/98 05/10/99
Manufacturers' Services Limited	MANUFACTURERS' SERVICES and Globe design	US-2,154,544 EC-000292789	05/05/98 01/07/99
Manufacturers' Services Limited	Misc. DESIGN (Globe)	US-2,148,653 EC-000286955	04/07/98 5/10/99
Manufacturers' Services Limited	TOTAL COST OF OWNERSHIP	US-1,946,905 EC-000292953	01/09/96 06/22/99

Pending Trademarks:

Applicant	Trademark Description	Serial Number	Filing Date
Manufacturers' Services Limited	Manufacturers' Services and Global Design	76/021,601	04/07/00
Manufacturers' Services Limited	Manufacturers' Services	76/021,600	04/07/00
Manufacturers' Services Limited	PARTNERWEB	76/009,967	03/23/00