

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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):  
Retirement Systems of Alabama Holdings LLC

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State Delaware  
 Other limited liability company

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

2. Name and address of receiving party(ies)  
Name: US Airways Group, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 2345 Crystal Drive  
City: Arlington State: VA Zip: 22227

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

Execution Date: March 31, 2003

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
SEE ATTACHED

B. Trademark Registration No.(s) \_\_\_\_\_  
SEE ATTACHED

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Bruce Goldner, Esq.  
Internal Address: Skadden, Arps, Slate, Meagher & Flom LLP  
Street Address: Four Times Square  
City: New York State: NY Zip: 10036-6522

6. Total number of applications and registrations involved: 73

7. Total fee (37 CFR 3.41).....\$ 1840.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
19-2385 (Our Ref: 694570/12)

DO NOT USE THIS SPACE

9. Signature.  
Bruce Goldner            April 8, 2003  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 15

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

Release of Security Interest (Our ref: 694570/12)

**Continuation of Item 2. Name and Address of Receiving Party:**

**US Airways, Inc., Delaware Corporation  
2345 Crystal Drive  
Arlington, VA 22227**

**MidAtlantic Airways, Inc., Delaware Corporation  
1635 Aviation Drive, Hangar 4  
Roanoke, VA 24012**

**Alleghany Airlines, Inc., Delaware Corporation  
1000 Rosedale Avenue, Suite A  
Middleton, PA 17057**

**US Airways Leasing and Sales, Inc., a Delaware Corporation  
2345 Crystal Drive  
Arlington, VA 22227**

**Material Services Company, Inc., a Delaware Corporation  
1000 Rosedale Avenue, Suite A  
Middleton, PA 17057**

**PSA Airlines, Inc., Pennsylvania Corporation  
3400 Terminal Drive  
Vandalia, Ohio 45377**

**Piedmont Airlines, Inc., Maryland Corporation  
5443 Airport Terminal Road  
Salisbury, MD 21804**

**Continuation of Item 4. Application Numbers or Registration Numbers****A. Trademark Application Nos.**

76413112  
76413025  
76409175  
76319677  
76350523  
76257980  
76240302  
76240301  
76172138  
75246773  
76411074  
78135382

**B. Trademark Registration Nos.**

1125641      2261360  
1100995      2398211  
1047372      2186577  
968368      2175616  
800037      2196374  
2506562      2179332  
2568355      2241014  
2530661      2155535  
2489382      2025505  
2445275      2045072  
2373999      2053526  
2360851      2046315  
2476680      1619085  
2474499      1619084  
2491423      1592396  
2449972      1621631  
2388900      1582983  
2476320      1303142  
2525620      1271096  
2430373      1271095  
2504990      1238787  
2371676      1243867  
2576423      1105789  
2337561      1109697  
2378502  
2282991  
2360691  
2280082  
2164119  
2319700  
2269473  
2285967  
2360506  
2285965  
2261361  
2360852  
2368986

## INTELLECTUAL PROPERTY RELEASE

RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY is granted on this \_\_\_ day of March, 2003, by RETIREMENT SYSTEMS OF ALABAMA HOLDINGS LLC, as collateral agent (the "Assignor") for the Secured Parties (as defined in the Credit Agreement) to US AIRWAYS GROUP, INC., a Delaware corporation, located at 2345 Crystal Drive, Arlington, Virginia 22227; US AIRWAYS, INC., a Delaware corporation, located at 2345 Crystal Drive, Arlington, Virginia 22227; MIDATLANTIC AIRWAYS, INC., a Delaware corporation, located at 1635 Aviation Drive, Hangar 4, Roanoke, Virginia 24012; ALLEGHENY AIRLINES, INC., a Delaware corporation, located at 1000 Rosedale Avenue, Suite A, Middleton, PA 1705; US AIRWAYS LEASING AND SALES, INC., a Delaware corporation, located at 2345 Crystal Drive, Arlington, Virginia 22227; MATERIAL SERVICES COMPANY, INC., a Delaware corporation, located at 1000 Rosedale Avenue, Suite A, Middleton, PA 17057; PSA AIRLINES, INC., a Pennsylvania corporation, located at 3400 Terminal Drive, Vandalia, Ohio 45377; PIEDMONT AIRLINES, INC., a Maryland corporation, located at 5443 Airport Terminal Road, Salisbury, MD 21804 (the "Assignees"), as follows:

WHEREAS, US Airways Group, Inc., a Delaware corporation and a debtor and debtor-in-possession in a case pending under chapter 11 of the Bankruptcy Code (as defined in the Credit Agreement referred to below) (the "Borrower") has entered into an Amended and Restated Senior Secured Superiority Debtor-In-Possession Credit Agreement dated as of October 18, 2002 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), with the Guarantors party thereto, the Lender party thereto and the Agents (as defined in the Credit Agreement). Terms defined in the Credit Agreement and not otherwise defined herein are used herein as defined in the Credit Agreement.

WHEREAS, pursuant to the said Credit Agreement, Assignees executed an Intellectual Property Security Agreement dated October 18, 2002 (the "Intellectual Property Security Agreement"), pursuant to which Assignees granted to Assignor for itself and for the ratable benefit of the Secured Parties (as defined in the Credit Agreement) a security interest in all right, title, and interest of Assignees in and to the Collateral (as defined in the Credit Agreement), including Patents, Trademarks and Copyrights, as such terms are defined in the Intellectual Property Security Agreement, and including but not limited to the Patents listed in Schedule A; Trademarks listed in Schedule B and Copyrights listed in Schedule C hereto, to secure the payment of the Secured Obligations, as defined in the Credit Agreement; and

WHEREAS, the Intellectual Property Security Agreement was submitted for recordation in the United States Patent and Trademark Office;

## INTELLECTUAL PROPERTY RELEASE

WHEREAS, Assignees have paid in full the Secured Obligations (as defined in the Credit Agreement) and Assignor desires to release its security interest in all of the Collateral, including, but not limited to, the Patents, Trademarks, and Copyrights on Schedules A, B, and C hereto respectively.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor, on behalf of itself and the Secured Parties, hereby releases all of its right, title, and interest in the Collateral and reassigns any and all such interests in the Collateral to Assignees.

## INTELLECTUAL PROPERTY RELEASE

IN WITNESS WHEREOF, Assignor has caused this RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY to be duly executed as of the date first above written.

RETIREMENT SYSTEMS OF  
ALABAMA HOLDINGS LLC

By:   
Name:  
Title:

**SCHEDULE A**

**PATENTS**



None.

**SCHEDULE B****TRADEMARKS**

**US Airways, Inc.**  
(Delaware Corporation)

**U.S. Trademarks****Registered Marks**

Mark	Registration No.	Registration Date
SENIORSAVER	1125641	10/2/79
SIMPLESAVER	1100995	8/29/78
LIBERTY FARE	1047372	8/31/76
PDO	968368	9/11/73
ALLEGHENY	800037	12/7/65
THE COOLEST WAY FOR KIDS TO FLY	2506562	11/13/01
GOFIRST	2568355	5/7/02
METROJET U S AIRWAYS and Design	2530661	1/15/02
METROJET	2489382	9/11/01
METROJET U S AIRWAYS and Design	2445275	4/17/01
Flag Symbol	2373999	8/1/00
U S AIRWAYS and Design	2360851	6/20/00
GOLD PREFERRED	2476680	8/7/01
SILVER PREFERRED	2474499	7/31/01
WE GET IT.	2491423	9/18/01
SKYLER, THE US AIRWAYS AIREDALE and Design	2449972	5/8/01
KIDS CLASS	2388900	9/19/00
CORPORATE DIVIDENDS	2476320	8/7/01
YOUR LOW FARE SOLUTION.	2525620	1/1/02
DIVIDEND MILES DINING	2430373	2/20/01
METROFARE	2504990	11/8/01
DIVIDEND MILES PROGRAM	2371676	7/25/00
DIVIDEND INCENTIVES	2576423	6/4/02
US AIRWAYS CLUB	2337561	4/4/00
PREFERRED PLUS	2378502	8/22/00
DIVIDEND MILES PREFERRED PLUS	2282991	10/5/99
METROTRIPS	2360691	6/20/00
OVERTURE	2280082	9/21/99
US AIRWAYS SELECTIONS	2164119	6/9/98
US AIRWAYS TWODAY	2319700	2/15/00
DIVIDEND MILES PREFERRED	2269473	8/10/99
U S AIRWAYS TLC and Design	2285967	10/12/99
U S AIRWAYS TAKE FLIGHT and Design	2360506	6/20/00
U S AIRWAYS VACATIONS and Design	2285965	10/12/99
U S AIRWAYS SHUTTLE and Design	2261361	7/13/99
U S AIRWAYS and Design	2360852	6/20/00
U S AIRWAYS and Design	2368986	7/18/00
U S AIRWAYS EXPRESS and Design	2261360	7/13/99
Flag symbol (Design Mark)	2398211	10/24/00



Mark	Registration No.	Registration Date
ENVOY CLASS	2186577	9/1/98
ATTACHE	2175616	7/21/98
ENVOY LOUNGE	2196374	10/13/98
CHAIRMAN'S PREFERRED	2179332	8/4/98
DIVIDEND MILES	2241014	4/20/99
E-SAVERS	2155535	5/5/98
VIP MILES	2025505	12/24/96
CARGOWORKS	2045072	3/11/97
DESIGN of globe	2053526	4/15/97
BUSINESS SELECT	2046315	3/18/97
PIEDMONT AIRLINES	1619085	10/23/90
PIEDMONT AIRLINES and Design	1619084	10/23/90
Design (Airplane)	1592396	4/17/90
An Airplane Design	1621631	11/6/90
USAIR (with stylized letters)	1582983	2/13/90
USAIR (STYLIZED)	1303142	10/30/84
MIDNIGHT FLYER	1271096	3/20/84
MIDNITE FLYER	1271095	3/20/84
FLY THE USA ON USAIR	1238787	5/17/83
USAIR	1243667	6/28/83
PSA (stylized letters)	1105789	11/7/78
Airplane Design	1109697	12/19/78
Design (airplane with a smile)	1109697	12/19/78

#### Pending Applications

Mark	Serial No.	Filing Date
MIDATLANTIC AIRWAYS	76-413112	5/29/02
US AIRWAYS WE ARE YOUR WINGS	76-413025	5/23/02
MID-ATLANTIC AIRWAYS	76-409175	5/20/02
FLY THE FLAG	76-319677	10/1/01
GOFARES	76-350523	12/19/01
GLOBAL CONNECTIONS	76-257980	5/16/01
DIVIDEND MILES METER	76-240302	4/12/01
DIVIDEND MILES ONLINE REWARDS	76-240301	4/12/01
SKYMX	76-172138	11/28/00
SHUTTLE and Design	75-246773	2/24/97
WE ARE PHILADELPHIA'S WINGS	76-411074	5/23/02
US AIRWAYS GOCARIBBEAN NETWORK	78-135382	8/13/02

**US Airways, Inc.  
(Delaware Corporation)**

**Canadian Trademarks**

**Registered Marks**

Mark	Registration No.	Registration Date
KIDS CLASS	TMA555997	1/7/02
WE'RE ON A JOURNEY. COME WITH US.	TMA535628	10/24/00
PSA	TMA535515	10/24/00
US AIRWAYS OVERTURE	TMA535521	10/24/00
DIVIDEND MILES PREFERRED	TMA534390	10/12/00
DIVIDEND MILES	TMA532232	9/6/00
DIVIDEND MILES PROGRAM	TMA555609	12/18/01
ENVOY LOUNGE	TMA535712	10/25/00
ENVOY CLASS	TMA535540	10/24/00
CHAIRMAN'S PREFERRED	TMA535541	10/24/00
Flag Symbol (Design Mark)	TMA535706	10/25/00
US AIRWAYS and Design	TMA545861	5/30/01
Globe Design	TMA535612	10/24/00
EXECUTIVE TRAVELWORKS	TMA535614	10/24/00
PRIORITY TRAVELWORKS	TMA535537	10/24/00
USAIR	TMA256164	02/20/81
ALLEGHENY	TMA167176	01/02/70

**Pending Applications**

Mark	Application No.	Filing Date
THE COOLEST WAY FOR KIDS TO FLY	1104141	5/28/01
US AIRWAYS	1049107	3/3/00
SKYLER, THE US AIRWAYS AIREDALE	1041207	12/29/99
US AIRWAYS CLUB	0892299	10/5/98
METROJET US AIRWAYS and Design	0871565	3/9/98
SHUTTLE and Design	0840288	3/25/97
U S AIRWAYS VACATIONS and Design	0828565	11/12/96
ATTACHE	0828405	11/22/96
U S AIRWAYS EXPRESS and Design	0828403	11/22/96
U S AIRWAYS SHUTTLE and Design	0828402	11/22/96

## US Airways, Inc.

## Foreign Trademarks

## Registered Marks

Country	Mark	Registration No.	Expiration Date
UK	Design Mark (Global)	2058266	2/27/06
	EXECUTIVE TRAVELWORKS	2042490	10/25/05
	PRIORITY TRAVELWORKS	2030386	8/15/05
CTM	USAIR	B1344721	5/18/05
	SKYLER, THE US AIRWAYS AIREDALE and Design	1442805	12/29/09
	US AIRWAYS ENVOY CLASS	1246412	7/19/09
	US AIRWAYS	1150473	4/28/09
	SIMPLE FACT	947283	10/05/08
	WE'RE ON A JOURNEY COME WITH US	947333	10/05/08
	GLOBAL MILES	946988	10/05/08
	DIVIDEND MILES PROGRAM	947473	10/05/08
	PREFERRED PLUS	947440	10/05/08
	METROTRIPS	947374	10/05/08
	US AIRWAYS CLUB	947358	10/05/08
	US AIRWAYS OVERTURE	765958	3/9/08
	DIVIDEND MILES PREFERRED PLUS	718288	1/8/08
	DIVIDEND MILES PREFERRED	718262	8/2/09
	DIVIDEND MILES	422345	11/14/06
	PREFERRED TRAVELWORKS	422907	11/14/06
	CHAIRMAN'S PREFERRED	422501	11/14/06
	Flag Symbol (Design)	418129	11/19/06
	SHUTTLE MILES (Registrant: US Airways, Inc. as successor in interest to Shuttle Inc)	932046	9/11/08
	ES	U.S. AIRWAYS SHUTTLE	224740M8
US AIRWAYS		2245448M9	7/5/09
US AIRWAYS EXPRESS		2245449M7	7/5/09
FR	U.S. AIRWAYS EXPRESS and Design	81761199	11/13/06
	U.S. AIRWAYS	81761099	11/18/06
	U.S. AIRWAYS VACATIONS and Design	81760999	11/13/06
	U.S. AIRWAYS SHUTTLE and Design	81760899	11/13/06
	DESIGN ONLY	61295796	2/26/06
	EXECUTIVE TRAVE WORKS	59427295	10/24/05
	PRIORITY TRAVELWORKS	58531295	8/21/05
	KIDS CLASS	023147284	12/30/09
	USAIR	1460219	4/12/08
	DE	KIDS CLASS	30168223
U S AIRWAYS		39938889	11/30/06
U S AIRWAYS SHUTTLE		39940650	11/30/06
U S AIRWAYS EXPRESS		39938871	11/30/06
U S AIRWAYS VACATIONS		39936364	11/30/06
Global Design		39609070	2/28/06
EXECUTIVE TRAVELWORKS		39600207	1/3/06

Country	Mark	Registration No.	Expiration Date
	PRIORITY TRAVELWORKS	39539592	9/30/05
SE	USAIR	216491	4/6/98
AU	EXECUTIVE TRAVELWORKS	676403	10/26/05
	Globe Design	703482	2/28/06
	PRIORITY TRAVELWORKS	669852	8/16/05
IT	EXECUTIVE TRAVELWORKS	755142	7/18/05
	PRIORITY TRAVELWORKS	755143	8/25/08
	USAIR	601079	8/20/00
JP	METROJET	4305422	7-3-08
	USAIR	254018893	5/31/03
MX	ATTACHE	570299	11/15/06
	CHAIRMEN PREFERRED	644460	11/15/06
	DIVIDEND MILES	570300	11/15/06
	DIVIDEND MILES PREFERRED	607628	4/29/09
	DIVIDEND MILES PREFERRED PLUS	607627	4/29/09
	DIVIDEND MILES PROGRAM	570298	11/15/06
	DIVIDEND PREFERRED	570296	11/15/06
	DIVIDEND PREFERRED PLUS	570295	11/15/06
	DIVIDEND PROGRAM	570297	11/15/06
	ENVOY CLASS	637099	11/15/06
	ENVOY CLUB	644459	11/15/06
	ENVOY LOUNGE	644458	11/15/06
	EVERYTHING SHOULD BE THIS SIMPLE	601620	10/5/08
	Flag Symbol	565221	11/15/06
	Flag Symbol	565226	12/2/06
	Flag Symbol	544346	12/2/06
	Flag Symbol	565219	11/15/06
	Flag Symbol	565222	11/15/06
	Flag Symbol	565223	11/15/06
	Flag Symbol	543569	12/2/06
	Flag Symbol	565229	12/2/06
	Flag Symbol	565220	11/15/06
	Flag Symbol	565227	12/2/06
	Flag Symbol	565228	12/2/06
	GLOBAL MILES	603616	11/3/08
	METROJET US AIRWAYS and Design	591582	6/19/08
	METROJET US AIRWAYS and Design	594584	6/19/08
	METROJET US AIRWAYS and Design	584024	6/19/08
	METROJET US AIRWAYS and Design	336832	6/19/08
	METROJET US AIRWAYS and Design	385882	6/19/08
	METROTRIPS	601623	10/5/08
	OVERTURE	627984	10/11/09
	PREFERRED PLUS	601622	10/5/08
	PREFERRED TRAVELWORKS	570301	11/15/06
	PSA	349131	10/2/98
	SHUTTLE MILES (US Airways, Inc. successor in interest to Shuttle Inc.)	593383	9/14/08
	SIMPLE FACT	602264	10/5/08
	THE COOLEST WAY TO FLY	661766	1/3/10
	THE COOLEST WAY FOR KIDS TO FLY.	723958	5/16/11

Country	Mark	Registration No.	Expiration Date
	US AIRWAYS and Design	565208	11/15/06
	US AIRWAYS and Design	565216	11/15/06
	US AIRWAYS and Design	565214	11/15/06
	US AIRWAYS and Design	565215	11/15/06
	US AIRWAYS and Design	565212	11/15/06
	US AIRWAYS and Design	565213	11/15/06
	US AIRWAYS and Design	549198	11/15/06
	US AIRWAYS and Design	565211	11/15/06
	US AIRWAYS and Design	565207	11/15/06
	US AIRWAYS and Design	565209	11/15/06
	US AIRWAYS and Design	565210	11/15/06
	US AIRWAYS EXPRESS and Design	565217	11/15/06
	US AIRWAYS SHUTTLE and Design	565218	11/15/06
	US AIRWAYS VACATIONS and Design	566414	11/15/06
	US AIRWAYS CLUB	602265	11/15/06
	US AIRWAYS GLOBAL MILES	596474	11/3/08
	WE'RE ON A JOURNEY. COME WITH US	601616	10/5/08
	WE'RE ON A JOURNEY. COME WITH US	601615	10/5/08
	WE'RE ON A JOURNEY. COME WITH US	601621	10/5/08
	WE'RE ON A JOURNEY. COME WITH US	601618	10/5/08
	WE'RE ON A JOURNEY. COME WITH US	601617	10/5/08
	WE'RE ON A JOURNEY. COME WITH US	601619	10/5/08
SG	METROJET	19805901A	1/30/08
CN	METROJET	1347435	12/21/09
HK	METROJET	B453999	1/30/05

#### Pending Applications

Country	Mark	Appl. No.	Filing Date
UK	KIDS CLASS	2287299	12/30/99
CTM	THE COOLEST WAY FOR KIDS TO FLY. and Design	2288041	7/5/01
	GOFARES	2740199	6/19/02
ES	KIDS CLASS	244193M1	12/30/99
BX	KIDS CLASS	200281	5/5/01
IT	U.S. AIRWAYS VACATIONS	2541 2000 RM	11/14/96
	U.S. AIRWAYS EXPRESS and Design	2540 2000 RM	4/20/00
	U.S. AIRWAYS SHUTTLE	2539 2000 RM	11/14/96
	US AIRWAYS	2538 2000 RM	11/19/96
	KIDS CLASS	C00374 2002 RM	6/28/02
MX	KIDS CLASS	405055	1/3/00
	SKYLER, THE US AIRWAYS AIREDALE and Design	405067	1/3/00
	PSA	349131	10/2/98

327868.01-Chicago Server 1A - MSW

**US Airways Group, Inc.  
(Delaware Corporation)**

**Foreign Trademarks**

**Registered Marks**

Country	Mark	Appl. No.	Expiration Date
CTM	AIRWAYS ASSURANCE	947465	5/10/08
MX	AIRWAYS ASSURANCE	601391	10/5/08

**SCHEDULE C****COPYRIGHTS****Material Services Company, Inc.****U.S. Registered Copyright**

<b>Title</b>	<b>Registration No.</b>	<b>Reg. Date</b>
Material services company fuel accounting system	TXu634262	6/3/94

**US Airways, Inc.****U.S. Registered Copyright**

<b>Title</b>	<b>Registration No.</b>	<b>Reg. Date</b>
Computer program and user's manual	Txu746054	6-20-96
Terms of transportation.	TX1169222	8/10/83

327868.01-Chicago Server 1A - MSW