

01-07-2003



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

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102329360

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

1. Name of conveying party(ies): 12-19-02 The Industrial Bank of Japan Trust Company

2. Name and address of receiving party(ies) Name: Brooks Equipment Company Internal Address: Street Address: 9700 Research Drive City: Charlotte State: NC Zip: 28262

3. Nature of conveyance: [ ] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [X] Other Release of Security Interest in Intellectual Property Execution Date: November 21, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,413,770

Additional number(s) attached [X] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Rakesh Patel, Esq. Internal Address: Kaye Scholer LLP Street Address: 425 Park Avenue City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41): \$ 65.00 [X] Enclosed [ ] Authorized to be charged to deposit account 8. Deposit account number:

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. Johanne R. Rémy Name of Person Signing Signature Date 12-19-02

Total number of pages including cover sheet, attachments, and document: 4

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

OFFICE OF PUBLIC RECORDS 2002 DEC 19 AM 10:21 FINANCE SECTION

40.00 UP 25.00 UP 01/06/2003 LWEILLER 00000214 1413770 01 FC:0521 02 FC:0522

Schedule I

**Trademarks and Trademark Applications**

<u>Assignor</u>	<u>Mark</u>	<u>Application or Registration Number</u>	<u>Country</u>	<u>Issue or Filing Date</u>
Brooks	BECO	1,413,770	USA	October 14, 1986
Brooks	Power Rite	2,544,328	USA	March 5, 2002

## RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

Release dated as of November 21, 2002 by The Industrial Bank of Japan Trust Company (as successor by merger to IBJ Whitehall Bank & Trust Company, f/k/a IBJ Schroder Bank and Trust Company), as agent ("Agent") under that certain Security Agreement dated November 25, 1998 (the "Security Agreement"), made by Brooks Equipment Company, Inc., a Nevada corporation (f/k/a BECO Acquisition Company, Inc.) ("Assignor"), in favor of Agent.

WHEREAS, the Security Agreement was entered into by Assignor in favor of the Agent pursuant to that certain Credit Agreement and Guaranty dated as of November 25, 1998 (and as amended from time to time, the "Credit Agreement") by and among Assignor, BECO Holding Company, Inc. (f/k/a BECO Holdings, Inc.), a Delaware corporation ("BECO"), Chief Supply Corporation, a Delaware corporation ("Chief"), Logistics Supply Company, a Delaware corporation ("Logistics"), Law Enforcement Supply Company, Inc., a Florida corporation ("LESC", along with BECO, Chief and Logistics, collectively "Guarantors"), and Agent for the Banks, as defined therein;

WHEREAS, Assignor is the owner of those certain United States trademarks and trademark applications as listed on Schedule I hereto; and

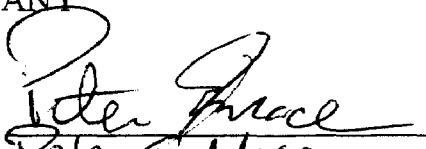
WHEREAS, pursuant to the Credit Agreement and the Security Agreement, Assignor entered into that certain Trademark Security Interest Agreement, dated as of November 25, 1998 (the "Trademark Security Interest Agreement") whereby Assignor pledged and granted to Agent for the benefit of the Banks and as collateral for the obligations under the Security Agreement, a security interest and lien in and to certain intellectual property including the trademarks and trademark applications listed on Schedule I, including the registrations thereof, the goodwill associated therewith and all other related claims and rights as more fully described in the Trademark Security Interest Agreement (the "Trademarks"); and

WHEREAS, all of the obligations under the Credit Agreement and the Security Agreement have been satisfied in full;

NOW THEREFORE, for good and valuable consideration, and intending to be legally bound hereby, Agent, on behalf of the Banks, hereby releases and remits to Assignor any and all security interests and liens in and to and any and all right, title and interest in and to all intellectual property of Assignor, including the aforesaid Trademarks, and hereby gives notice of such release of security interests.

Executed as of the date first above written.

THE INDUSTRIAL BANK OF JAPAN TRUST  
COMPANY

By:   
Name: Peter G. Mace  
Title: Senior Managing Director

[SIGNATURE PAGE TO IBJ RELEASE OF SECURITY INTEREST - TRADEMARKS]



December 19, 2002

**BY HAND DELIVERY**

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

**Re: The Industrial Bank of Japan Trust Company -  
Trademark Registration No. 1,413,770 et. al.**

Dear Mr./Mrs. Commissioner:

Enclosed please find the Trademark Recordation Form Cover Sheet conveying a trademark Release of Security Interest between The Bank of Japan Trust Company and Brooks Equipment Company, a Nevada corporation. Also included is the required check in the additional amount of \$65.00 to cover the filing fee. Please file and return the acknowledgment to Rakesh Patel, Esq. as indicated at your earliest convenience.

I thank you in advance and should you have any questions about this submittal please call me at (212) 836-7449.

Best regards,

Johanne R. Rémy  
Legal Assistant - Corporate/Finance

cc: Rakesh Patel, Esq.