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To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, DC 20514-0001

Name of conveying party(ies) 2003 FEB -3 AM 10:59  
Mellon Bank, N.A., as agent

FINANCE SECTION

Individual(s)  Association  
General Partnership  Limited Partnership  
Corporation-State 2-3-03  
Other \_\_\_\_\_

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

Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other Release and Termination of Patents,  
Trademarks, Copyrights and Licenses Security  
Agreement  
Execution Date: January 23, 2003

2. Name and address of receiving party(ies)

Name: QK Healthcare, Inc.

Internal Address: \_\_\_\_\_

Street Address: 2060 Ninth Avenue

City: Ronkonkoma State: NY ZIP: 11779

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

Application number(s) or patent number(s):

A. Trademark Application No.(s)

76/035,341

76/034,558

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

02/04/2003 TDIAZI 00000221 76035341

DO NOT USE THIS SPACE

01 EC:A521 40.00 OP

02 EC:A522 25.00 OP

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.

Laura Konrath

Name of Person Signing

Signature

1/23/03  
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK

REEL: 002664 FRAME: 0061

**RELEASE AND TERMINATION  
OF  
PATENTS, TRADEMARKS, COPYRIGHTS AND LICENSES SECURITY AGREEMENT**

KNOW ALL MEN BY THESE PRESENTS, that a certain Patents, Trademarks, Copyrights and Licenses Security Agreement (the "Security Agreement") was executed by QK Healthcare, Inc. (a Delaware corporation) ("Debtor"), covering the Trademark Registrations and Trademark Applications more fully described on Schedule I annexed hereto and made a part hereof in favor of Mellon Bank, N.A., as Agent (the "Secured Party"), dated as of February 22, 2001, and recorded with the United States Patent and Trademark Office on April 2, 2001 on Reel 002275 Frame 0411. Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Security Agreement.

Debtor has requested and the Secured Party has agreed to release the Trademark Registrations and Trademark Applications and discharge the Security Agreement.

The Secured Party hereby releases its all right, title and interest in the Trademark Registrations and Trademark Applications which were pledged, mortgaged and set over to the Secured Party by Debtor pursuant to the Security Agreement and terminates the Security Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Release and Termination this 3rd day of January 2003.

MELLON BANK, N.A.,  
as Agent

By: David J. Uduack  
Name: David J. Uduack  
Title: Vice President

**SCHEDULE I  
TO  
RELEASE AND TERMINATION OF  
TRADEMARK SECURITY AGREEMENT**

| <u>Trademark</u>       | <u>Registration/Application<br/>Number</u> | <u>Registration/Application<br/>Date</u> | <u>Owner</u>           |
|------------------------|--|--|------------------------|
| QK Healthcare          | 76035341                                   | 4/26/00                                  | QK Healthcare, Inc.    |
| QK Rx Healthcare, Inc. | 76034558                                   | 4/26/00                                  | QK Rx Healthcare, Inc. |