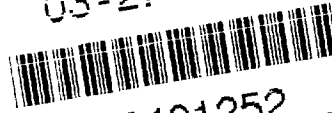


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J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Bankers Trust Company

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Release of Security Interest

Execution Date: February 3, 2003

2. Name and address of receiving party(ies)

Name: Hallmark Holdings, Inc.

Internal

Address:

Street Address: 765 Straits Turnpike, Ste. 2000

City: Middlebury State: CT Zip: 06762

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/084,440, 75/843,724

B. Trademark Registration No.(s) 1,054,739, 1,051,295, 1,356,258, 1,340,802

Additional number(s) attached Yes No

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

Name: Kira Goodloe

Internal Address: Hunton & Williams

Street Address: 600 Peachtree Street, NE, Suite 4100

City: Atlanta State: GA Zip: 30308

6. Total number of applications and registrations involved: 43

7. Total fee (37 CFR 3.41): \$ 1090.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Kira Goodloe

Name of Person Signing

Kira Goodloe

Signature

3-25-03

Date

Total number of pages including cover sheet, attachments, and document: 9

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

03/27/2003 6TON11 00000157 75084440

01 FC:0521 40.00 DP 02 FC:0522 1050.00 DP

TRADEMARK REEL: 002699 FRAME: 0576

**SCHEDULE A**

	<b>Grantor</b>	<b>Trademark Description</b>	<b>Status</b>	<b>Application Number/Date</b>	<b>Appln/Re Number</b>
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	MISC. DESIGN (KANGAROO)	ABANDONED PER CLIENT 05-19-87		<del>73 520,868</del>
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	SOIL-GUARD	ABANDONED PER CLIENT		<del>73 938,442</del>
1	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	GLIT	REGISTERED		1,054,739
2	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	GLO-MESH	REGISTERED		1,051,295
3	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	JACKEROO	REGISTERED		1,356,258
4	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	KANGAROO SYSTEM	REGISTERED		1,340,802
5	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	KLEENFAST	REGISTERED		1,371,339
6	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	BACTOGARD	REGISTERED		1,443,264
7	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	GLIT	REGISTERED		1,488,049
8	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	KLIP 'N SAND	REGISTERED		1,473,949
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	GLIT-STIK	CANCELED DUE TO NON-USE 1994		<del>1,482,156</del>
9	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	JOEY	REGISTERED		1,505,970
10	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	BUCKAROO	REGISTERED		1,505,971
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	GLIT-MAT	CANCELED DUE TO NON-USE 1996		<del>1,552,992</del>
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	GLIT-SAND	CANCELED DUE TO NON-USE 1996		<del>1,593,753</del>
11	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	HANNAH'S HELPER	REGISTERED		1,663,466
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	FLEX-SAND	ABANDONED		<del>73/257,398</del>
12	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	HANNAH'S HELPER and Design	REGISTERED		1,359,265
	Hallmark Holdings, Inc. (d/b/a Glit, Inc.)	FINISH FAST	ABANDONED; REFILED - SEE 2677-00122 GLIT GEMTEX LTD.		<del>74-544,970</del>

	Grantor	Trademark Description	Status	Application Number/Date	Appln/Reg Number
	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GRIPPSTRIPS	ABANDONED PER CLIENT		<del>71 595,812</del>
	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GRIPPS	ABANDONED PER CLIENT		<del>74 595,994</del>
	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	CLEANING SPECIALTIES CO.	ABANDONED PER CLIENT		<del>74 561,369</del>
13	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GLIT-STIK	REGISTERED		1,911,140
14	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	CONTOUR	REGISTERED		2,134,746
15	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	SAFIRE	REGISTERED		1,938,783
16	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GLIT HOUSEHOLD PRODUCTS	REGISTERED		2,059,750
17	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	COCOPAD	REGISTERED		2,133,466
18	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	FIBER NATURALS	REGISTERED		2,124,479
19	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	ALL 'N 1	REGISTERED		2,069,741
20	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GLIT	REGISTERED		2,036,905
21	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GLIT MICROTRON	PENDING		75 084,440
22	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	GLIT-SAND	REGISTERED		2,081,416
23	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	FIBER NATURALS and Design	REGISTERED		2,165,154
24	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	WALNUTPAD	REGISTERED		2,198,979
25	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	COCO JUICE	REGISTERED		2,304,502
	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	COCO CREAM	NOT FILED 1996		
	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	KLEENFAST	NOT FILED 1996		
	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	FINISH EAST	NOT FILED; SEE 2677.00122 GLIT GEMTEX LTD.		
26	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	BLUE ICE	PENDING		75 843,724
27	Hallmark Holdings, Inc. (d.b.a Glit, Inc.)	TOUCHSTONE	REGISTERED		2,321,661

	Owner	Mark	Status	Renewal	Reg. No
28	Hallmark Holdings, Inc. (d.b.a Gritcloth)	GRITCLOTH (Stylized)	REGISTERED	08/03/06	1,045,197
29	Hallmark Holdings, Inc. (d.b.a Gritcloth)	GRITCLOTH	REGISTERED	06/01/06	1,040,369
30	Hallmark Holdings, Inc. D.B.A Loren Products	LOREN	REGISTERED	04/04/10	2,337,173
	Hallmark Holdings, Inc. D.B.A Loren Products	GRITCLOTH	ABANDONED		75495204
31	Hallmark Holdings, Inc. D.B.A Loren Products	BIG BOSS	REGISTERED	06/20/01	717,303
32	Hallmark Holdings, Inc. D.B.A Loren Products	BIG BOSS II	REGISTERED	12/14/05 (SEC 8)	2,300,432
33	Hallmark Holdings, Inc. D.B.A Loren Products	PINOSAN	REGISTERED	05/12/10	890,740
34	Hallmark Holdings, Inc. D.B.A Loren Products	VANQUISH	REGISTERED	06/03/10	1,136,556
35	Hallmark Holdings, Inc. D.B.A Loren Products	LOREN and Design	REGISTERED	04/04/05 (SEC 8)	2,337,374
	CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D/B/A LOREN PRODUCTS	BRILLO	REGISTERED	04/26/01	141,498
	CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D/B/A LOREN PRODUCTS	BRILLO	REGISTERED	08/27/09	260,501
	CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D/B/A LOREN PRODUCTS	BRILLO	REGISTERED	10/03/09	371,687
	CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D/B/A LOREN PRODUCTS	BRILLO and Design	REGISTERED	09/04/02	736,958

CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D B A LOREN PRODUCTS	BRILLO	REGISTERED	03/11/09	866,593
CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D B A LOREN PRODUCTS	BRILLO SCRUBBERS	REGISTERED	07/11/01 (SEC 8)	1,905,017
CHURCH & DWIGHT Licensed To HALLMARK HOLDINGS, INC. D B A LOREN PRODUCTS	BRILLO	REGISTERED	09/19/01 (SEC 8)	1,919,797
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	OLD DUTCH CLEANSER and Design	REGISTERED	03/27/06	50,697
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	DUTCH	REGISTERED	06/05/04	1,280,397
Hallmark Holdings, Inc.	KOPPER KATE	NOT FILED		
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	DUTCH	REGISTERED	07/28/03 (SEC 8)	2,176,340
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	BAB-O	REGISTERED	09/22/05	203,724
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	KURLY KATE	REGISTERED	01/15/10	1,129,108
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	KOPPER KATE	EXPIRED (SEE 4089/00140)		1,061,259
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	TREND	REGISTERED	06/10/07	430,422
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	TREND	REGISTERED	04/24/06	626,011
Dial Corp. Licensed To Hallmark Holdings, Inc. D B A Loren Products	TREND	REGISTERED	01/18/03	1,223,857
36 Hallmark Holdings, Inc.	MICROTRON ABRASIVES	REGISTERED	4/12/04	1,830,672
37 Hallmark Holdings, Inc.	HEF-T-CLEAN	REGISTERED	5/18/03	1,771,514
38 Hallmark Holdings, Inc.	ULTRA POLYLINE	REGISTERED	5/25/03	1,773,022

39	Hallmark Holdings, Inc.	ULTRA VALULINE	REGISTERED	5 25 03	1,773,021
40	Hallmark Holdings, Inc.	JIF-Y-CLEAN	REGISTERED	6 1 03	1,774,260
	<del>Microtron Abrasives, Inc.</del>	<del>POLYESTER THERMAL</del>	<del>CANCELED</del>	<del>11 06 91</del>	<del>1,335,588</del>
	<del>Microtron Abrasives, Inc.</del>	<del>POLYTHERMAL</del>	<del>CANCELED</del>	<del>01 23 92</del>	<del>1,356,693</del>
41	Hallmark Holdings, Inc.	MICROTRON ABRASIVES, INC.	REGISTERED	11 22 04	1,863,438
		POLYTHERMAL	NEVER FILED		
42	Hallmark Holdings, Inc.	P/E PLUS	REGISTERED	09 05 05	1,916,512
43	Hallmark Holdings, Inc.	M PLUS & DESIGN	REGISTERED	10 03 05	1,923,706

**Foreign Trademarks:**

Grantor/Owner	Mark/ Matter	Status	Appln/Reg Number	Country
Hallmark Holdings, Inc.	ALL N I	REGISTERED	TMA 501,981	Canada
Hallmark Holdings, Inc.	GLIT	REGISTERED	TMA 404,719	Canada
Hallmark Holdings, Inc.	GLIT and Design	REGISTERED	TMA 352,512	Canada
Hallmark Holdings, Inc.	GLIT-STIK	REGISTERED	TMA 345,713	Canada
	SANDBOW and Design	ABANDONED	TMA 610,725	Canada
Hallmark Holdings, Inc.	BUCKAROO	REGISTERED	TMA 364,391	Canada
Hallmark Holdings, Inc.	JOEY	REGISTERED	TMA 364,392	Canada
Hallmark Holdings, Inc.	JACKEROO	REGISTERED	TMA 374,923	Canada
Hallmark Holdings, Inc.	KANGAROO SYSTEM	REGISTERED	TMA 374,924	Canada
Hallmark Holdings, Inc.	KLIP 'N SAND	REGISTERED	TMA 365,143	Canada
Hallmark Holdings, Inc.	GLIT-SAND	REGISTERED	TMA 380,043	Canada
Hallmark Holdings, Inc.	GLOMESH	REGISTERED	TMA 386,549	Canada
Hallmark Holdings, Inc.	KLEENFAST	REGISTERED	TMA 397,223	Canada
Hallmark Holdings, Inc.	HANNAH'S HELPER and Design	REGISTERED	TMA 404,397	Canada
Hallmark Holdings, Inc.	BACTOGARD	REGISTERED	TMA 349,866	Canada
Hallmark Holdings, Inc.	HANNAH'S HELPER	REGISTERED	TMA 484,069	Canada
Hallmark Holdings, Inc.	FINISH FAST	PENDING	TMA 868,669	Canada
Hallmark Holdings, Inc.	SAFIRE	REGISTERED	TMA 506,669	Canada
Hallmark Holdings, Inc.	GLIT MICROTRON	PENDING	TMA 817,875	Canada

## RELEASE OF SECURITY INTEREST OF TRADEMARKS

This Release of Security Interest of Trademarks is dated as of February 3, 2003. Reference is hereby made to the Grant of Trademark Security Interest (the "**Grant**"), dated as of June 28, 2001, by and among, Hallmark Holdings, Inc. ("**Assignor**"), and Bankers Trust Company ("**Assignee and Successor Agent**") recorded with the United States Trademark and Trademark Office on July 5, 2001 on Reel No. 002327/Frame No. 0735.

Assignee and Successor Agent hereby notifies, acknowledges to and agrees with Assignor that, subject to the provisions of that certain Payoff Letter, dated as of February 3, 2003, by and between Katy Industries, Inc. and Assignor and Successor Agent (the "**Payoff Letter**"), the security interest granted by Assignor in the collateral set forth in the 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, subject to the provisions of that certain Payoff Letter, that Assignee and Successor 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 Grant in the Trademark Collateral.

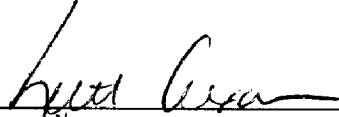
The Assignee and Successor Agent releases all liens, pledges, security interests, charges and other encumbrances of whatever nature (collectively, "**Encumbrances**") on this Release of Security Interest including, without limitation, those Encumbrances created under or in connection with the Grant.

The Assignee and Successor Agent hereby agrees to take such further actions and to execute and deliver such further documents as Assignor 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 Trademark and Trademark Office, subject, in each case to the Assignor's prior payment in full to the Assignee and Successor Agent of its costs and expenses (including reasonable fees and disbursements of counsel) incurred in connection therewith; provided, however, that Assignee and Successor Agent shall not be required to take any action which exposes the Assignee and Successor Agent to personal liability or which is contrary to applicable law.

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IN WITNESS WHEREOF, Assignee and Successor 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.

**DEUTSCHE BANK TRUST COMPANY  
AMERICAS (formerly Bankers Trust Company),  
as Assignee and Successor Agent**

By:   
Name: KEITH ALEXANDER  
Title: VICE PRESIDENT



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

See Attached.

Schedule A

**RECORDED: 03/27/2003**

**TRADEMARK  
REEL: 002699 FRAME: 0584**