

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):

Wachovia Bank, National Association, as
successor to First Union National Bank, as
Administrative Agent

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

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

3. Nature of conveyance:

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

Execution Date: September 12, 2003

2. Name and address of receiving party(ies)

Name: AbilityOne Corporation, Grantor

Internal

Address: _____

Street Address: 4 Sammons Court

City: Bolingbrook State: IL Zip: 60440

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

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: Andrea M. Bond

Internal Address: Briggs and Morgan, P.A.

2200 IDS Center

Street Address: 80 South Eighth Street

City: Minneapolis State: MN Zip: 55402

**6. Total number of applications and
registrations involved:**

40

7. Total fee (37 CFR 3.41).....\$ 1,015.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

023732

DO NOT USE THIS SPACE

9. Signature.

Andrea M. Bond

Name of Person Signing



Signature

10-20-03

Date

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

8

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

CH \$1015.00 023732 2397669

Listing of Trademark Registration Numbers

2,397,669	1,116,585
2,512,997	1,086,859
988,498	2,068,748
2,256,055	1,100,679
1,352,768	2,024,378
1,322,322	1,661,600
1,314,283	2,141,260
2,182,326	1,483,252
672,582	1,949,671
2,327,797	1,907,830
1,947,544	1,548,133
1,898,779	1,437,188
1,788,829	1,481,625
1,690,789	1,464,466
2,268,126	1,459,122
2,261,983	1,448,369
539,075	1,805,208
2,517,556	940,365
1,640,349	1,529,559
2,167,105	1,460,730

**TERMINATION OF SECURITY INTEREST
(Trademarks)**

This **TERMINATION OF SECURITY INTEREST**, dated as of September 12, 2003, is made by Wachovia Bank, National Association (successor to First Union National Bank), as Administrative Agent for the Lenders (the "Agent").

WHEREAS, pursuant to that certain Credit Agreement dated as of March 27, 2002 (as amended, restated, modified, or supplemented from time to time, the "Credit Agreement"), among AbilityOne Corporation, a Michigan corporation (the "Grantor"), AbilityOne Products Corp., a Delaware corporation, the Domestic Subsidiaries of the Grantor from time to time party thereto, the lenders from time to time party thereto and the Agent, the Lenders agreed to make Loans and issue Letters of Credit upon the terms and subject to the conditions set forth therein;

WHEREAS, as a condition to the obligations of the Lenders to make their respective Loans and to issue Letters of Credit under the Credit Agreement, the Grantor has granted a security interest in certain personal property to the Agent, for itself and the ratable benefit of the Lenders, pursuant to that certain Security Agreement dated as of March 27, 2002 (as amended, modified, extended or restated from time to time, the "Security Agreement");

WHEREAS, all capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement and the Security Agreement;

WHEREAS, pursuant to the terms of the Security Agreement, the Grantor executed and delivered to the Agent, in favor of the Agent and for the ratable benefit of the Lenders, that certain Trademark Security Agreement, thereby granting a continuing first priority security interest in all of the Grantor's right, title and interest in certain Trademarks and Trademark Licenses; and

WHEREAS, the Agent has agreed to terminate and release its security interest in all of such Trademarks and Trademark Licenses, including, without limitation, Trademarks and Trademark Licenses identified on Schedule I hereto, as herein provided;

NOW, THEREFORE, for valuable consideration, the Agent hereby terminates and releases all mortgages, liens and security interests granted to the Agent in the following Trademarks and Trademark Licenses:

1. all of the Grantor's Trademarks and Trademark Licenses to which the Grantor is a party including those referred to on Schedule I hereto; and
2. all Accessions, Proceeds and products of any and all of the foregoing.

[SIGNATURE PAGE FOLLOWS]

Schedule I**to Termination of Security Interest****TRADEMARKS****U.S. Trademark:**

Mark	Registration No.	Registration Date
AI(STYLIZED)	2,397,669	October 24, 2000
ABILITYONE	2,512,997	November 27, 2001
BE-OK	0,988,498	July 16, 1974
CLEAR CHOICE	2,256,055	June 22, 1999
ENRICHMENTS	1,352,768	August 6, 1985
EXER-TUBING	1,322,322	February 26, 1985
KAY-SPLINT	1,314,283	January 15, 1985
MIDLAND	2,182,326	August 18, 1998
PRESTON	0,672,582	January 13, 1959
QUICKCAST	2,327,797	March 14, 2000
QUICKCAST AND DESIGN	1,947,544	January 9, 1996
QUICKCAST AND DESIGN	1,898,779	June 13, 1995
RAISED ROLLS	1,788,829	August 17, 1993
READY RACER	1,690,789	June 2, 1992
SAMMONS PRESTON	2,268,126	August 10, 1999
SAMMONS PRESTON (STYLIZED)	2,261,983	July 20, 1999
THERA-PLAST	0,539,075	March 6, 1951
THERAPLAST	2,517,556	December 11, 2001
TROPIC	1,640,349	April 9, 1991
TRUE BLUE	2,167,105	June 23, 1998
TUMBLE FORMS	1,116,585	April 17, 1979
UNEX	1,086,859	March 7, 1978
VALUELINE	2,068,748	June 10, 1997
WEIGHT-A-MATIC	1,100,679	August 29, 1978
CHAMELEON	2,024,378	December 17, 1996
TADPOLE (STYLIZED)	1,661,600	October 22, 1991
THE FROG	2,141,260	March 3, 1998
VARI-TRAC	1,483,252	April 5, 1988
VERSA FORM	1,949,671	January 16, 1996
BIFORM	1,907,830	July 25, 1995
CARRIE	1,548,133	July 18, 1989
CARRIE SEAT	1,437,188	April 21, 1987
FEEDER SEAT	1,481,625	March 22, 1998
GRASSHOPPER	1,464,466	November 10, 1987
JETTMOBILE	1,459,122	September 29, 1987
ROVER	1,448,369	July 21, 1987

Mark	Registration No.	Registration Date
TRISTANDER	1,805,208	November 16, 1993
TUMBLE FORMS	0,940,365	August 8, 1972
TUMBLE FORMS	1,529,559	March 14, 1989
VESTIBULATOR	1,460,730	October 13, 1987

Foreign Trademark:

Country	Mark	Application No.	Filing Date	Registration No.	Registration Date
Argentina	AbilityOne	2,166,249	July 30, 1998	1760169	November 2, 1999
Argentina	AbilityOne	2,166,250	July 30, 1998	1759811	Pending
Argentina	AbilityOne	2,166,251	July 30, 1998	1759809	Pending
Argentina	AbilityOne	2,166,252	July 30, 1998	1759807	Pending
Argentina	AbilityOne	2,166,253	July 30, 1998	1760170	November 2, 1999
Australia	AbilityOne	782004	December 30, 1998	782004	December 17, 1999
Brazil	AbilityOne	821343262	January 6, 1999		Pending
Brazil	AbilityOne	821343238	January 6, 1999		Pending
Brazil	AbilityOne	821343254	January 6, 1999		Pending
Brazil	AbilityOne	821343246	January 6, 1999		Pending
Brazil	AbilityOne	821364200	January 6, 1999		Pending
Chile	AbilityOne	431,052	October 23, 1998	538,898	April 19, 1999
Canada	Kay-Splint	525,984	July 27, 1984	311,578	February 21, 1986
Canada	Be OK	464,204	January 20, 1981	263,297	October 16, 1981
Canada	Preston	292,960	December 21, 1965	147,710	October 28, 1966
Canada	Carrie	602,261	February 29, 1988	351,994	February 24, 1989
Canada	Rover (Stylized)	603,230	March 21, 1988	352,000	February 24, 1989
Canada	Quickcast	869,813	February 18, 1998	513,600	July 29, 1999
Canada	Quickcast	869,812	February 18, 1998	511,122	April 27, 1999
Canada	AbilityOne	885,344	July 23, 1998	543,223	March 30, 2001
Chile	AbilityOne	431,051	October 23, 1998	538,901	April 19, 1999
China	AbilityOne	9900008650	January 25, 1999	1395802	May 14, 2000
China	AbilityOne	9900004356	January 13, 1999	1535445	March 7, 2001
China	AbilityOne	9900004357	January 13, 1999	1413780	June 28, 2000
China	AbilityOne	9900007006	January 20, 1999	1410695	June 21, 2000
China	AbilityOne	9900007007	January 20, 1999	1412866	June 21, 2000
European Union (CTM)	AbilityOne	970,061	October 29, 1998	970,061	June 9, 2000
France	Preston	639,070	September 3, 1982	1212249	September 3, 1982
Germany	Tumble Forms	T25296/10Wz	February 12, 1986	1,103,472	March 11, 1987
Israel	AbilityOne	125,282	January 24, 1999	125,282	May 8, 2000
Israel	AbilityOne	125,278	January 24, 1999	125,278	March 5, 2000
Israel	AbilityOne	125,279	January 24, 1999	125,279	June 6, 2000
Israel	AbilityOne	125,280	January 24, 1999	125,280	March 5, 2000
Japan	Preston (Katakana)	15177/1974	July 31, 1981	1470748-1	July 31, 1981
Japan	AbilityOne	19649/99	March 5, 1999	4483311	June 22, 2001
Mexico	AbilityOne	342,183	July 31, 1998		Pending
Mexico	AbilityOne	342,184	July 31, 1998		Pending

Country	Mark	Application No.	Filing Date	Registration No.	Registration Date
Mexico	AbilityOne	342,185	July 31, 1998		Pending
Mexico	AbilityOne	342,186	July 31, 1998		Pending
Mexico	AbilityOne	342,187	July 31, 1998	650682	April 19, 2000
New Zealand	AbilityOne	303693	January 11, 1999	303693	January 11, 1999
New Zealand	AbilityOne	303690	January 11, 1999	303690	January 11, 1999
New Zealand	AbilityOne	303691	January 11, 1999	303691	January 11, 1999
New Zealand	AbilityOne	303692	January 11, 1999	303692	January 11, 1999
South Korea	Preston	72-364	January 26, 1972	26017	March 27, 1972
South Korea	AbilityOne	99-33	January 14, 1999	856	January 24, 2000
Taiwan	Preston	62-7279	October 1, 1973	65752	October 1, 1973
Taiwan	Preston	62-7280	October 1, 1973	65753	October 1, 1973
United Kingdom	Enrichments	1,557,000	January 6, 1994	1,557,000	August 11, 1995
United Kingdom	Enrichments	1,558,015	October 31, 1994	1,588,015	December 29, 1995
Venezuela	Preston	75,553-F	December 22, 1972	75,533-F	April 4, 1974

CHI:1257454.1

RECORDED: 10/20/2003

TRADEMARK
REEL: 002733 FRAME: 0311

** TOTAL PAGE: 09 **