

05-21-2003

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To the Honorable Commissioner of Patents and T



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... original documents or copy thereof.

1. Name of conveying party(ies):

5.16.03

WILMINGTON TRUST OF PENNSYLVANIA

- Individual(s)
- General Partnership
- Corporation
- Other - Pennsylvania state chartered bank
- Association
- Limited Partnership

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

3. Nature of Conveyance:

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

Execution Date: April 8, 2003

2. Name and address of receiving party(ies):

CP (DELAWARE) INC.
P.O. BOX 1958
103 FOULK ROAD, SUITE 202
WILMINGTON, DE 19899

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

OFFICE OF THE COMMISSIONER OF PATENTS AND TRADEMARKS
MAY 16 PM 3:15
FINANCE SECTION

4. Application number(s) or patent number(s) listed below

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,295,321 2,175,135 899,445

Additional numbers attached? Yes No

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

Name: GLENN A. GUNDERSEN
DECHERT LLP
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)\$90.00

- Enclosed
- Authorized to be charged to deposit account
(Including any underpayment)

8. Deposit account number: 04-0475

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

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.

Matthew T. Smith
Name of Person Signing

MT Smith
Signature

May 16, 2003
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 Patents & Trademarks, Box Assignments
Washington, D.C. 20231

RELEASE OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, THE CONARD-PYLE COMPANY ("Conard-Pyle") and WILMINGTON TRUST OF PENNSYLVANIA ("Wilmington Trust") entered into a Security Agreement -- Patents, Trademarks, Licenses and Copyrights, dated January 21, 2000 (the "Security Agreement"), by which Conard-Pyle granted Wilmington Trust a security interest in and to certain intellectual property assets as collateral to secure performance of certain obligations under a Loan Agreement entered into between Wilmington Trust, Conard-Pyle and CP (DELAWARE), INC. ("CP Delaware") on the same date (collectively with all related notes and other documents, the "Loan Documents");

WHEREAS, the Security Agreement was recorded in the Patent and Trademark Office on May 8, 2000, at reel/frame 2079/0488;

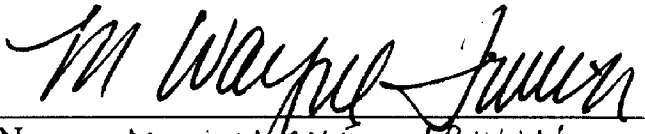
WHEREAS, pursuant to the Security Agreement, Conard-Pyle mortgaged and granted a security interest to Wilmington Trust in and to, among other intellectual property assets, Conard-Pyle's trademarks listed in Schedule A (including the goodwill associated therewith and the registration therefor) (the "Marks"), which mortgage and security interest was binding on Conard-Pyle's nominees, successors and assigns;

WHEREAS, Wilmington Trust is willing to release its mortgage and security interest in and to the Marks;

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged, and intending to be legally bound, Wilmington Trust hereby release its mortgage and security interest in and to the Marks, hereby waives and relinquishes all its rights, powers, privileges and remedies with respect to Conard-Pyle, CP Delaware and their respective successors and assigns under the Security Agreement and the other Loan Documents with respect to the Marks and hereby releases Conard-Pyle, CP Delaware and their respective successors and assigns from all covenants, obligations, liabilities and warranties under the Security Agreement and the other Loan Documents with respect to the Marks.

WILMINGTON TRUST OF PENNSYLVANIA

By:


Name: M. WAYNE IRWIN
Title: VICE PRESIDENT

Effective Date: April 8, 2003