

05-29-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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U.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): Sovereign Bank New England (successor in interest to the First National Bank of Boston)

5.23.03

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 3/12/03

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

Internal Address:

Street Address: 54 Second Avenue

City: Chicopee State: MA Zip: 01020

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

1, 018, 713

Additional number(s) attached Yes No

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

Name: Kimberly B. Herman, Esq.

Internal Address:

Street Address: Sullivan & Worcester LLP

One Post Office Square

City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number: 500751

(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.

Kimberly B. Herman Name of Person Signing

Kimberly B. Herman Signature

5/23/03 Date

Total number of pages including cover sheet, attachments, and document: 8

05/28/2003 EDDOPER 00000040 500751 1018713 documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002740 FRAME: 0762

TERMINATION AND RELEASE OF TRADEMARK ASSIGNMENT
AND TRADEMARK REASSIGNMENT

THIS TERMINATION AND RELEASE OF TRADEMARK ASSIGNMENT AND TRADEMARK REASSIGNMENT (hereinafter referred to as the "Release") made as of this the 12th day of March 2003 by Sovereign Bancorp, Inc. (successor in interest to The First National Bank of Boston), with an office at 75 State Street, Boston, Massachusetts 02109 ("Assignor") and Guardair Corporation, (formerly known as Antares Corporation), with its principal place of business at 54 Second Avenue, Chicopee, Massachusetts 01020 ("Assignee"). Assignor and Assignee are parties to a certain Trademark Assignment Agreement ("Assignment Agreement") dated as of February 1, 1994.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

Assignor hereby releases its security interest in and to the Trademarks (as defined in the Assignment Agreement and as set forth in Exhibit A attached hereto and made a part hereof), terminates the Assignment Agreement and acknowledges and agrees that all assignments, hypothecations and rights to assignments and hypothecations made under the Assignment Agreement by Assignee (the "Borrower" under the Assignment Agreement) to the Assignor (the "Secured Party" under the Assignment Agreement) are terminated.

Assignor hereby assigns to Assignee, and Assignee hereby accepts from the Assignor, Assignor's entire right, title and interest in and to said Trademarks, including, but not limited to, the GUARDAIR trademark, United States Registration No. 1,018,713, together with the goodwill of the business in connection with which such Trademarks are used.

Assignor agrees to execute and deliver to Assignee any statement, assignment, instrument, document, agreement, notice, or other paper and take other action that the Assignee may from time to time reasonably determine to be necessary or desirable in order to confirm the termination of the Assignment Agreement and the reassignment of the Trademarks from Assignor to Assignee hereunder.

This Release shall inure to the benefit of the Assignee, its successors and assigns, and shall be binding upon and be enforceable against the Assignor and its respective successors and assigns.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Release to be executed as of the first date written above.

BY SOVEREIGN BANCORP, INC. (SUCCESSOR IN INTEREST TO THE FIRST NATIONAL BANK OF BOSTON)

By: Rodney C. Scott
Name: RODNEY C. SCOTT
Title: VICE PRESIDENT

COMMONWEALTH OF MASSACHUSETTS

Massachusetts, ss.

On this 13th day of March, 2003, before me appeared Rodney C. Scott to me personally known, who, being by me duly sworn, did say that s/he is the Vice President, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors and said Rodney C. Scott acknowledged said instrument to be the free act and deed of said corporation.

Kathy L. Petris

KATHY L. PETRIS
Notary Public

My Commission Expires April 8, 2005

Notary Public
My commission expires:

By: Thomas C. Tremblay

Name: Thomas C. Tremblay

Title: President

COMMONWEALTH OF MASSACHUSETTS

Massachusetts, ss.

On this 18th day of March, 2003, before me appeared Thomas C. Tremblay to me personally known, who, being by me duly sworn, did say that s/he is the President, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors and said Thomas C. Tremblay acknowledged said instrument to be the free act and deed of said corporation.

Debra A Shapiro

Notary Public
My commission expires:

DEBRA A. SHAPIRO
Notary Public
My Commission Expires July 30, 2004

United States Trademarks:

GUARDAIR, Registration No. 1,018,713

CERTIFICATE

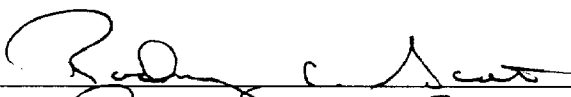
The undersigned, a duly authorized officer of Sovereign Bancorp, Inc. ("Sovereign") hereby certifies that:

1. Sovereign acquired from the First National Bank of Boston ("BankBoston") on or about 3/31/02 the entire right, title and interest of BankBoston to that certain Trademark Assignment dated February 1, 1994 by and between Antares Corporation (now known as Guardair Corporation) and BankBoston and thereby acquired all right, title and interest in and to the GUARDAIR trademark, United States Registration No. 1,018,713 (the "Trademark"), together with the goodwill of the business in connection with which such Trademark is used.

2. This certificate is given in connection with, and may be filed in the U.S. Patent and Trademark Office together with, that certain Termination and Release of Trademark Assignment and Trademark Reassignment dated as of March 12, 2002 by and between Sovereign Bancorp, Inc. and Guardair Corporation.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be executed as of ~~March~~ April 17, 2003.

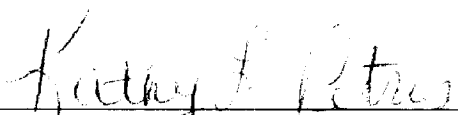
SOVEREIGN BANCORP, INC.

By: 
Name: RODNEY C. SCOTT
Title: VICE PRESIDENT

COMMONWEALTH OF MASSACHUSETTS

Notary Public, MA, ss.

On this 17th day of April, 2003, before me appeared Rodney C. Scott to me personally known, who, being by me duly sworn, did say that s/he is the Vice President of Sovereign Bancorp, Inc., and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors and said Rodney C. Scott acknowledged said instrument to be the free act and deed of said corporation.


Notary Public

My commission expires:

KATHY L. PETRIS
Notary Public
My Commission Expires April 8, 2005