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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

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

2. Name and Address of receiving party(ies)

Name: RA Brands, L.L.C.

Address: 70 Remington Drive
Madison, North Carolina 27025

__ Individual(s) citizenship _____
__ Association _____
__ General Partnership _____
__ Limited Partnership _____
__ Corporation (State -)
x Other - Delaware limited liability company

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

3. Nature of conveyance:

__ Assignment __ Merger

__ Security Agreement __ Change of Name

x Other - Release/Trademark Transfer and Assignment

Execution Date: February 9, 2004

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) See attached

Additional numbers attached? X Yes ___ No

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

Hayley M. Smith
Senior Legal Assistant
Kirkland & Ellis LLP
153 East 53rd Street
New York, NY 10022-4675

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41)..... $ 240

__ Enclosed

x Authorized to be charged to Deposit Account

8. Deposit Account No. 111098

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

CH $240.00 111098 2043702

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.

Hayley Smith	Hayley Smith	Feb. 23, 2004
Name of Person Signing	Signature	Date

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

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

Mark	Registered Owner	Registration Number	Application Number
Magnathin	RA Brands, L.L.C.	2,043,702	75/098,450
Stren	RA Brands, L.L.C.	678,371	72/055,464
Stren	RA Brands, L.L.C.	2,042,660	74/686,521
Stren Fish Design	RA Brands, L.L.C.	2,046,114	75/107,183
Stren Sensor	RA Brands, L.L.C.	2,185,143	75/305,145

TRADEMARK TRANSFER AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, **WACHOVIA BANK, NATIONAL ASSOCIATION,** as collateral and administrative agent ("Assignor") for various financial institutions, does hereby sell, assign, transfer and convey **RA BRANDS, L.L.C.,** a Delaware limited liability company ("Assignee"), **without any representation or warranty by, or recourse to**, Assignor, all right, title and interest of Assignor in and to the trademarks listed on Schedule A attached hereto (the "Trademarks"), arising under that certain Patent and Trademark Security Agreement, dated January 24, 2003, between Assignee and Assignor (as at any time amended, the "Trademark Security Agreement"), recorded January 30, 2003, on Reel No. 002660, Frame 0600, United States Patent and Trademark Office, together with the goodwill of the business symbolized by the marks.

This Assignment is intended to operate as a release of all liens and security interests conveyed by Assignee to Assignor pursuant to the terms of the Trademark Security Agreement, and to reassign to Assignee all of Assignor's right, title, and interest in and to the Trademarks acquired pursuant to the terms of such Trademark Security Agreement.

[Signature of Assignor appears on next page]

IN WITNESS WHEREOF, Assignor has caused this Agreement to be signed and sealed by its duly authorized officer, on February 9, 2004.

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Brian R. O'Fallon, Director

STATE OF GEORGIA)
)
COUNTY OF FULTON)

BEFORE ME, the undersigned, a Notary Public in and for the county aforesaid, on this 9th day of February, 2004, personally appeared Brian R. O'Fallon, to me known personally, and who, being by me duly sworn, deposes and says that he is a Director of **WACHOVIA BANK, NATIONAL ASSOCIATION**, and that said instrument was signed by him on behalf of said bank and said Director acknowledged said instrument to be the free act and deed of said bank.

_____
Notary Public
Executed on 2/9/04
My Commission Expires:
Notary Public, Fulton County, Georgia
My Commission Expires April 27, 2004

[NOTARIAL SEAL]

SCHEDULE A

to Trademark Transfer and Assignment
dated February 9, 2004
by Wachovia Bank, National Association, as Agent
to RA Brands, L.L.C.

Mark	Registered Owner	Registration Number	Application Number
Magnathin	RA Brands, L.L.C.	2,043,702	75/098,450
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