

10-23-2003

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

Tab settings

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

1. Name of conveying party(ies): 10-21-03 The CIT Group/Business Credit, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State [] Other

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

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [X] Other Release of Security Agreement

Execution Date: September 29, 2003

2. Name and Address of receiving party(ies) Name: Alderwoods Group, Inc. Internal Address: Atria North III, 11th Floor Street Address: 2225 Sheppard Avenue E. City: Toronto, Ontario State: Canada Zip: M2J5C2 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State: [X] Other Delaware

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 [X] No

4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Attached

B. Trademark Registration No.(s) See Attached

Additional number(s) attached [X] Yes [] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Intellectual Property Docketing Internal Address: SHEARMAN & STERLING LLP Street Address: 599 Lexington Avenue City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41) \$ 340.00 [X] Enclosed [X] Authorized to be charged to deposit account

8. If check is missing or otherwise insufficient, charge deposit account number: 50-0324

(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.

Chad M. Yohn Name of Person Signing

Signature

October 15, 2003 Date

Total number of pages including cover sheet, attachments, and document: 13

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

10/22/2003 LMUELLER 00000093 76315003

01 FC:8521 02 FC:8522

40.00 DP 300.00 DP

Continuation of Trademark Recordation Form Cover Sheet

Continuation of Box 2:

2. Name and Address of receiving party(ies)

Name: Alderwoods (Partner), Inc.

Internal

Address: Atria North III, 11th Floor

Street Address: 2225 Sheppard Avenue E.

City: Toronto, Ontario State: Canada Zip: M2J5C2

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State: _____

Other Kentucky

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. Name and Address of receiving party(ies)

Name: Alderwoods (Delaware) Inc.

Internal

Address: Atria North III, 11th Floor

Street Address: 2225 Sheppard Avenue E.

City: Toronto, Ontario State: Canada Zip: M2J5C2

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State: _____

Other Delaware

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

Continuation of Box 4:

Application Numbers

76/315,003	76/315,002	76/315,004	76/333,750	76/333,667	76/333,668
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Registration Numbers

2,045,308	2,118,661	2,247,686	2,249,368	2,402,147	2,240,648
2,088,178					

NO ADDITIONAL PAGES

RELEASE OF TRADEMARKS

THIS RELEASE OF TRADEMARKS is dated as of September 29, 2003 by The CIT Group/Business Credit, Inc., in its capacity as Collateral Agent ("CIT").

WHEREAS, CIT and ALDERWOODS GROUP, INC., a Delaware corporation (the "Company"), ALDERWOODS (DELAWARE) INC., a Delaware corporation ("Alderwoods Delaware") and ALDERWOODS (PARTNER), INC., a Delaware corporation ("Alderwoods Partner" along with the Company and Alderwoods Delaware each a "Grantor" and collectively "Grantors"), entered into that certain Trademark Security Agreement (the "Trademark Security Agreement"), dated as of January 2, 2002;

WHEREAS, the Trademark Security Agreement granted CIT a security interest in, among other things, certain trademarks, tradenames, trademark registrations, service marks, trade styles, terms, designs and trademark application ("Trademarks"), including, without limitation, the Trademarks listed on Schedule A attached hereto as security for certain obligations of Grantors to CIT (the "Obligations");

WHEREAS, CIT recorded the Trademark Security Agreement on March 12, 2002, at Reel 002468, Frame 0633 in the United States Patent and Trademark Office; and

WHEREAS, Grantors have satisfied all of the Obligations and have requested that CIT release its security interests in the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, CIT hereby agrees as follows:

CIT hereby fully releases and terminates its security interests in and liens on:

(a) all of Grantors' now existing or hereafter acquired right, title and interest in and to: the Trademarks listed on Schedule A attached hereto which is now filed with the United States Patent and Trademark Office, any similar office or agency of any state, territory or possession of the United States or Canada or any similar office or agency of any other country or used in the United States, any state, territory or possession thereof including, without limitation, Puerto Rico, or any other country, and (i) any renewals, continuations, or extensions thereof, (ii) all income, royalties, damages and payments now and hereafter due or payable with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, (iv) all documents, packages, prints and labels on which said Trademarks have appeared and all designs and general intangibles of a like nature, and (v) all rights corresponding thereto throughout the world;

(b) the goodwill of Grantors' business connected with the use of or symbolized by the Trademarks; and

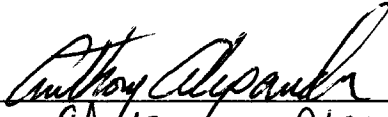
(c) any and all products and proceeds of any of the foregoing, including, without limitation, (i) any claims by Grantors against third parties for past, present or future

infringement of the Trademarks or of any license with respect thereto; or (ii) injury to the goodwill associated with the Trademarks or any license with respect thereto.

CIT further agrees, at the sole cost and expense of Grantors, to perform all acts reasonably necessary to effect the release and termination of its security interest and liens, including, but not limited to the recording, filing and entering into any agreements, documents, forms or papers needed to accomplish such release and termination.

IN WITNESS WHEREOF, CIT has caused this Release of Trademark to be duly executed as of the day and year first above written.

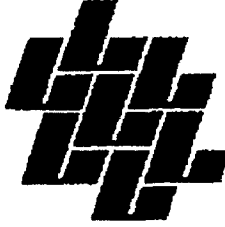
THE CIT GROUP/BUSINESS INC., As Collateral Agent

By: 
Name: Anthony Alexander
Title: Vice President

SCHEDULE A
TO
RELEASE OF TRADEMARKS

TRADEMARKS

Mark	Pre-Consolidation Owner	Post-Consolidation Owner	Goods & Services	Serial No. Date Filed	Reg. No. Date Issued
CELEBRATION OF LIFE	The Loewen Group Inc.	Alderwoods (Delaware), Inc.	<p><u>Class 37</u>: cemetery services, namely, the provision and maintenance of burial sites and burial plots</p> <p><u>Class 42</u>: funeral home services including the provision of caskets and related items; cremation services; conducting memorial services; and the provision of markers, monuments and related items</p>	74/587,258 Oct. 18, 1994	2,045,308 March 18, 1997
CELEBRATION OF LIFE	The Loewen Group Inc.	Alderwoods (Delaware), Inc.	<u>Class 42</u> : services provided in assisting and conducting memorial and funeral services	74/609,136 Dec. 9, 1994	2,118,661 Dec. 9, 1997
CELEBRATION SERIES	Loewen Group Inc.	Alderwoods (Partner), Inc. (f/k/a Loewen Group Inc.)	<u>Class 20</u> : caskets	75/460,312 April 1, 1998	2,247,686 May 25, 1999

Mark	Pre-Consolidation Owner	Post-Consolidation Owner	Goods & Services	Serial No. Date Filed	Reg. No. Date Issued
THE LOEWEN GROUP INC.	Loewen Group International, Inc.	Alderwoods (Delaware), Inc.	<p><u>Class 37</u>: cemetery services, namely, the provision and maintenance of burial sites and burial plots</p> <p><u>Class 42</u>: funeral home services including the provision of caskets and related items; cremation services; conducting memorial services; and the provision of markers, monuments and related items; services provided in assisting in and conducting memorial and funeral services</p>	75/444,542 March 4, 1998	2,249,368 June 1, 1999
SENSIBLE ALTERNATIVES	Loewen Group International, Inc.	Alderwoods (Delaware), Inc.	<p><u>Class 42</u>: cremation services; burial, interment, inurnment and entombment services; graveside services, namely, arranging and conducting memorial graveside and funeral services; funeral services, namely arranging and conducting memorial and funeral services</p>	75/874,040 Dec. 20, 1999	2,402,147 Nov. 7, 2000
	Loewen Group International, Inc.	Alderwoods (Delaware), Inc.	<p><u>Class 37</u>: cemetery services, namely, the provision and maintenance of burial sites and burial plots</p> <p><u>Class 42</u>: funeral home services including the provision of caskets and related items; cremation services; conducting memorial services; and the provision of markers, monuments and related items; services provided in assisting in and conducting memorial and funeral services</p>	75/444,541 March 4, 1998	2,240,648 April 20, 1999

Mark	Pre-Consolidation Owner	Post-Consolidation Owner	Goods & Services	Serial No. Date Filed	Reg. No. Date Issued
ALDERWOODS	Loewen Group International, Inc.	Alderwoods Group, Inc.	<p><u>Class 42:</u> funeral services namely, removal of the deceased from the place of death to funeral home; embalming and/or sanitary care of the deceased; dressing, casketing and cosmetizing; cremation services; namely, removal of the deceased from the place of death to the crematory; cremation; arranging and conducting memorial and funeral services; burial interment, inurnment, and entombment services; cemetery services; namely the perpetual care and maintenance of cemeteries and the opening and closing of graves; transportation of the deceased and those who attend funerals; grief counseling and counseling for pre and post planning of funeral and cemetery arrangements; and obtaining and filing legal documents and paperwork necessary to complete the funeral arrangements</p>	76/315,004 September 20, 2001	Pending