

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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): Fleet National Bank
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Quallaby Corporation
Internal
Address:
Street Address: 59 Composite Way
City: Lowell State: MA Zip: 01854
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State DE
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other Termination of Security Agreement
Execution Date: 5/17/04

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/868,227
B. Trademark Registration No.(s) 2,401,758; 2,348,707; 2,348,709
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 4

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Christopher E. Kondracki
Internal Address:
Street Address: 2001 Jefferson Davis, Hwy. Suite 1007
City: Arlington State: VA Zip: 22202

7. Total fee (37 CFR 3.41) \$ 115.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 19-3545

DO NOT USE THIS SPACE

9. Signature. Christopher E. Kondracki
Signature Date 6/9/04

Total number of pages including cover sheet, attachments, and document: 4

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

CH \$115.00 193545 75868227

TERMINATION OF SECURITY AGREEMENT (TRADEMARKS)

WHEREAS, Quallaby Corporation, a Delaware corporation, located at 59 Composite Way, Lowell, Massachusetts 01854 (the "Company") and Fleet National Bank, a National Banking Association, located at 100 Federal Street, Boston, Massachusetts 02110 (the "Bank") entered into a certain Security Agreement (Trademarks) (the "Second Agreement"), dated as of April 7, 2000, which was recorded in the United States Patent and Trademark Office on July 14, 2000 at Reel 2108 and Frame 0506, that by its terms granted the Bank a security interest in certain Trademarks listed in Schedule A (the "Trademarks") together with the goodwill of the business associated with and symbolized by such Trademarks;

WHEREAS, the Security Agreement provide that the Bank shall execute and deliver to the Company a termination of all security interest granted by Company upon the payment and full performance in full of all obligations incurred under the loan agreement; and

WHEREAS, the Company has or has caused to be paid and satisfied in full the obligations for which the security interest in the Trademarks was granted.

NOW THEREFORE the parties hereto agree that the Bank hereby reassigns to the Company the interest in the Trademarks listed on Exhibit A attached hereto in which the Bank was granted a security interest under the Security Agreement. The Bank also hereby releases its security interest in the Trademarks listed in Exhibit A attached hereto. The Bank further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by the Company, to effectuate this termination.

IN WITNESS WHEREOF the parties hereto by the signature below of their duly authorized representatives agree to be bound by the provisions of this Trademark Termination Agreement as of the date of execution, this 17th day of May, 2004.

FLEET NATIONAL BANK

Thomas W. Davies
Name: Thomas W. Davies
Title: Senior Vice President

County of Suffolk)
State of Mass)


Then personally appeared the above named Thomas Davies and acknowledged the foregoing act to be his/her free act and deed, before me, this 17th day of May, 2004.

Susan Koukouris
Notary Public Susan Koukouris
My commission expires: 7-16-10

Exhibit A

<u>Mark</u>	<u>Country</u>	<u>Serial No.</u>	<u>Filing Date</u>
PROVISO LIBRARY	United States	75/868227 *	12/18/99

* Application abandoned as of January 2, 2001

<u>Mark</u>	<u>Country</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
MISCELLANEOUS DESIGN 	United States	2401758	11/0700
PROVISO MANAGER	United States	2348707	05/09/00
PROVISO REPORT	United States	2348709	05/09/00