

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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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):
Harris Trust and Savings Bank

- Individual(s)
- General Partnership
- Corporation-State Illinois
- Other _____
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Marvel Oil Company, Inc.
Internal Address: _____
Address: _____
Street Address: 20 East Cedar Street
City: Chicago State: IL Zip: 60611

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Reassignment of Trademarks
- Merger
- Change of Name

Execution Date: 04/30/2004

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

See Attached

Additional number(s) attached Yes No

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

Name: Stacy P. Chronopoulos

Internal Address: Pedersen & Houpt, P.C.

Suite 3100

Street Address: 161 North Clark Street

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: _____

3

7. Total fee (37 CFR 3.41).....\$ 90

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

500276

DO NOT USE THIS SPACE

9. Signature.

Jessica L. Heiss
Name of Person Signing


Signature

7/22/04
Date

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

ITEM 4 CONTINUED

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

B. Trademark Registration Nos.

1. 700,098
2. 663,346
3. 1,673,173

RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT OF TRADEMARKS dated April 30, 2004 by Harris Trust and Savings Bank, as Agent as hereinafter described;

WITNESSETH:

WHEREAS, Harris Trust and Savings Bank, as Agent, an Illinois banking corporation with its mailing address at 111 West Monroe Street, Chicago, Illinois 60603 (the "Secured Party") and Marvel Oil Company, Inc., an Illinois corporation with its mailing address at 20 East Cedar Street, Chicago, Illinois 60611 (the "Pledgor") are parties to a certain Trademark Collateral Security Agreement dated March 21, 2001 which was recorded in the United States Patent and Trademark Office on March 28, 2001 at Reel 002259, Frame 0532 (the "Assignment"), pursuant to which the Pledgor granted a security interest in and collateral assignment of certain trademarks and trademark applications listed on Schedule A attached hereto and certain other property (collectively, the "Trademarks"); and

WHEREAS, the Pledgor has requested that the Secured Party release its security interests in the Trademarks and reassign the same to the Pledgor;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

The Secured Party hereby releases its security interests in and collateral assignment of, and reassigns, grants and conveys to the Pledgor, without any representation, warranty, recourse or undertaking by the Secured Party, all of its right, title and interest, if any, in and to:

(i) Each trademark, trademark registration and trademark application listed on Schedule A hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) All proceeds of the foregoing, including without limitation any claim by Pledgor against third parties for damages by reason of past, present or future infringement of any trademark or trademark registration listed on Schedule A hereto or by reason of injury to the goodwill associated with any such trademark, trademark registration or trademark application, in each case together with the right to sue for and collect said damages.

IN WITNESS WHEREOF, the Secured Party has caused this Release and Reassignment of Trademarks to be duly executed by its duly authorized officer as of the day and year first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent

By Betzaida Erdelyi
Name: BETZAIDA ERDELYI
Title: VICE PRESIDENT

SCHEDULE A
TO TRADEMARK COLLATERAL SECURITY AGREEMENT

REGISTERED U.S. TRADEMARKS
AND TRADEMARK APPLICATIONS

<u>REGISTERED U.S.</u> <u>TRADEMARKS</u>	<u>REGISTRATION</u> <u>REG. NO.</u>	<u>DATE</u>
Marvel	700098	June 28, 1960
Marvel	663346	June 24, 1958
Marvel Mystery Oil & Design	1673173	January 28, 1992

<u>PENDING U.S.</u> <u>TRADEMARK APPLICATIONS</u>	<u>FILING NO.</u>	<u>FILING DATE</u>
	None	