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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents:

102714280

Original documents or copy thereof.

1. Name of conveying party(ies):  
Morgan Stanley & Co., Incorporated

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation-State -  
 Other Collateral Agent

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

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

Name: Esmco, Inc.  
 Internal Address: \_\_\_\_\_  
 Street Address: 14 Par la ville Road  
 City: Hamilton State: Bermuda ZIP: HMJX

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation- Delaware  
 Other \_\_\_\_\_

OFFICE OF PUBLIC RECORDS  
2004 MAR 31 AM 8:56  
FINANCE SECTION

3. Nature of conveyance:

Assignment  Merger  
 Security Interest  Change of Name  
 Other Release of Security Interest

Execution Date: March 17, 2004

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

A. Trademark Application No.(s)

Additional numbers attached?  Yes  No

Trademark Registration No.(s)  
1559619

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

Name: Meredith Schorr  
 Internal Address: c/o White & Case LLP  
 Street Address: 1155 Avenue of the Americas  
 City: New York State: New York  
 ZIP: 10036

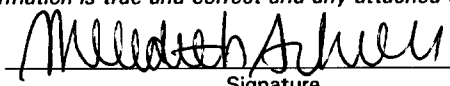
6. Total number of applications and registration involved 32

7. Total fee (37 CFR 3.41): ..... \$815.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
23-1705 (in event of deficiency)  
 (Attach duplicate copy of this page if paying by deposit account)

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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.*

Meredith Schorr  3/31/04  
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

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04/05/2004 DBYRNE 00000062 1559619

01 FC:0521 40.00 DP  
 02 FC:0522 775.00 DP  
 NEW YORK 3906239  
 MGS-recording form coversheet Morgan Stanley releases

TRADEMARK  
REEL: 002943 FRAME: 0298

**TRADEMARK RELEASE**

THIS TRADEMARK RELEASE, dated as of this 17th day of March, 2004, given by Morgan Stanley & Co., Incorporated, as Collateral Agent, (the "Assignee") with principal offices at 1585 Broadway, New York, New York 10036, to Esmco, Inc., a Delaware corporation (together with any successors-in-interest to the Marks, the "Assignor"), with principal offices at 14 Par la ville Road, Hamilton, HMJX, Bermuda, as follows:

**W I T N E S S E T H**

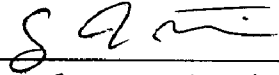
WHEREAS, the Assignor has heretofore granted to the Assignee a security interest in certain U.S. trademarks, trademark registrations and trademark applications more particularly set forth on Schedule A attached hereto (the "Marks") to secure the Obligations (as defined in that certain Security Agreement, dated as of November 9, 2000, among the Assignor, the other assignors from time to time party thereto and the Assignee (as amended, restated, modified and/or supplemented from time to time, the "Security Agreement")); and

WHEREAS, the Assignee wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all liens and encumbrances respecting the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignee hereby releases, discharges, quit claims and relinquishes unto the Assignor the security interest in the Marks set forth on Schedule A granted to Assignee by the Assignor pursuant to the Security Agreement, which security interest was duly recorded on December 29, 2000, at Reel 2211, Frame 0792 in the United States Patent and Trademark Office. Assignee will execute any other necessary document(s) if this Trademark Release fails to release Assignee's security interest in the Marks in which it acquired a security interest under

the Security Agreement, and shall provide such other further assurances as may be necessary. IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

Morgan Stanley & Co., as Collateral Agent

By   
Name: Ernest L. Martin  
Title: MANAGING Director

U.S. TRADEMARKS OWNED BY ESRMCO, INC.

<u>Mark</u>	<u>Reg. No.</u>	<u>Date of Grant</u>
Alpha Series	1,559,619	Oct. 10, 1989
Challenger	319,475	Nov. 27, 1934
Challenger and Design	1,229,476	March 8, 1983
Challenger Plus and Design	1,292,706	Sept. 4, 1984
Cobra	2,081,911	July 22, 1997
CobraLink	(75/170259)	
Depth Charger	1,785,355	Aug. 3, 1993
Design Only	1,619,487	Oct. 30, 1990
Dynacel	1,557,785	Sept. 26, 1989
Dynaclad	709,282	Jan. 3, 1961
G Series	1,545,225	June 27, 1989
Ground Hugger	1,174,952	Oct. 27, 1981
Heritage	(2,352,644)	May 23, 2000
Hertner	953,048	Feb. 13, 1973
HUP	1,758,119	March 16, 1993
HUP The Better	1,758,118	March 16, 1993
<del>Built Battery Independence</del>	2,356,074	June 6, 2000
Ironclad	82,219	June 13, 1911
ISO 9000	1,931,109	Oct. 31, 1995
Loadhog	1,725,132	Oct. 20, 1992
Motocross Battery and Design	1,147,530	Feb. 24, 1981
MXB (Stylized)	1,274,932	April 24, 1984

Perma-Connect	(2263210)	July 20, 1999
Phoenix	1,998,074	Sept. 3, 1996
Power Partners	1,001,993	Jan. 21, 1975
Rail-Titan	816,535	Oct. 11, 1966
Smarthog	(2,229,379)	March 2, 1999
Superhog	1,732,555	Nov. 17, 1992
The General	2,084,828	July 29, 1997
Workhog	(2,357,889)	June 13, 2000
YT and Design	1,267,829	Feb. 21, 1984
Yuasa Service	2,082,287	July 22, 1997