

5/21/04

05-26-2004

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

RECORDATION FORM COVER OFFICE OF PATENT AND TRADEMARKS



COMMERCE mark Office

102752803

Tab settings

2004 MAY 21 AM 9 28

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

FINANCE SECTION

1. Name of conveying party(ies):
Deutsche Bank Trust Company Americas
(formerly known as Bankers Trust Company)

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Release of Grant of Security Interest in Certain Intellectual Property

Execution date: May 17, 2004

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

Internal Address: _____
Address: _____

Street Address: 1209 Orange Street

City: Wilmington State: DE Zip: 19801

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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1259233, 864981, 1385093, 1384123, 584070, 1385841, 1511579, 745788, 755996, 872112, 1448181, 758044, 758088, 1406587

Additional number(s) attached Yes No

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

Name: Alida Stanley

Internal Address: Weil, Gotshal & Manges, LLP

Street Address: 767 5th Avenue

City: New York State: NY Zip: 10153

6. Total number of applications and registrations involved:..... 14

7. Total fee (37 CFR 3.41): \$ 365.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
230800

(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.

Phyllis Eremitaggio Phyllis Eremitaggio May 21, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 7

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

05/25/2004 ECDOPER 00000145 230800 1259233

01 FC:8521 40.00 BA
02 FC:8522 325.00 BA

**RELEASE OF GRANT OF SECURITY INTEREST
IN CERTAIN INTELLECTUAL PROPERTY**

This Release of Grant of Security Interest in Certain Intellectual Property (this "Release") is made and entered into this 17th day of May, 2004 by and between Ranco Incorporated of Delaware, a Delaware corporation (the "Borrower") and Deutsche Bank Trust Company Americas, a [New York] corporation, formerly known as, Bankers Trust Company (the "Lender").

WITNESSETH:

WHEREAS, the Lender has recorded a security interest in Borrower's trademarks set forth in Schedules A and B hereto (the "Intellectual Property") pursuant to that certain Security Agreement dated July 27, 1990 between Seibe Inc. and Lender, as Agent (the "Security Agreement");

WHEREAS, the security interests were recorded in the Trademark Division of the United States Patent and Trademark Office, on October 10, 1990, at Reel 0745, Frame 0164 and at Reel 0745, Frame 0159 (see Schedules A and B, respectively); and

WHEREAS, the pledged stock under the Security Agreement was returned to Seibe Inc., as evidenced in a letter dated January 18, 1996 from White & Case to Seibe Inc; and

WHEREAS, the Borrower wishes to record the release of the security interests of the Lender granted under the Security Agreement in connection with the Intellectual Property, and the Lender has agreed to execute such release documentation.

NOW THEREFORE, in consideration of the foregoing, the parties to this Release intending to be legally bound, agree as follows:

1. The Lender hereby releases in its entirety any and all security interests it has against the Intellectual Property, and the Lender hereby agrees, at the expense of the Borrower, to take any actions and to execute any further documents necessary or reasonably requested by the Borrower to effectuate or evidence such release, including, but not limited to, the execution and delivery of those documents necessary under Article 9 of the Uniform Commercial Code or other applicable law.
2. The parties hereto authorize and request the Commissioner of Patents and Trademarks of the United States to record this Release against the Intellectual Property.
3. This Release shall be governed by and construed in accordance with the laws of the State of New York without regard to the conflict of law principles thereof.
4. This Release may not be modified, nor may any provision hereof be waived, orally or in any manner other than by an agreement in writing signed by the parties hereto or their respective successors and assigns.

5. All rights hereunder shall accrue to, and all obligations hereunder shall be binding upon, the heirs, representatives, successors, assigns and transferees of the parties hereto.

6. This Release may be executed in any number of separate counterparts, each of which, when so executed, shall be deemed an original, and all of said counterparts taken together shall be deemed to constitute but one and the same instrument.

IN WITNESS WHEREOF, the undersigned have entered into this Release as of the date first above written, intending to be legally bound.

RANCO INCORPORATED OF DELAWARE

By: *Jules Jay Morris*
Name: Jules Jay MORRIS
Title: VP & Chief IP Counsel

DEUTSCHE BANK TRUST COMPANY AMERICAS,
(formerly known as, Bankers Trust Company)

By: *Mary Kay Coyle*
Name: Mary Kay Coyle
Title: Managing Director

SCHEDULE A**Trademarks**

TRADEMARK	REGISTRATION NUMBER/ APPLICATION NUMBER.	REGISTRATION DATE	FILING DATE
K	1,259,233/73-353,526	29 November-83	8-March-82
R (Stylized)	864,981/72-280,251	18-February-69	13- September-67
R (Stylized)	1,385,093/73-550,419	04-March-86	29-July-85
RANCO	1,384,123/73-550,459	25-February-86	29-July-85
RANCO	584,070/71-622,557	29-December-93	15-December- 51
SHORT KUT	1,385,841/73-540,804	11-March-86	03-June-85
SUPER CAP	1,511,579/73-665,194	08-November-88	08-June-87

SCHEDULE B**Trademarks**

TRADEMARK	REGISTRATION NO./ APPLICATION NO.	REGISTRATION DATE	FILING DATE
ASTRO DIAL	745,788/72-129, 691	26-February-03	11-October-61
DE-FROST-IT	755,996/72-146,746	03-September-83	12-June-62
D-FROST-O- MATIC	872,112/72-301,247	01-July-89	24-June-68
PARAGON	1,448,181/73-454,176	21-July-87	23-November- 83
PARAGON	758,044/72-160,217	08-October-03	04-January-63
PARAGON	758,088/72-160,216	08-October-03	04-January-63
SUN TRACKER	1,406,587/73-577,719	26-August-86	14-January-86