

09-01-2004



8/27/04

102826785

To the Director of the U.S. Patents and Trademarks: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

FLEET NATIONAL BANK, as Administrative Agent

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation _____
- Other National banking association

Citizenship (see guidelines) _____

Execution Date(s) August 25, 2004

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

3. Nature of conveyance:

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

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

Additional names, addresses, or citizenship attached? No

Name: ADVANCE WATCH COMPANY, LTD.

Street Address: 25800 Sherwood

City: Warren

State: Michigan

Country: USA Zip: 48091-4160

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Michigan

Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of Trademark.

A. Trademark Application No.(s)

SEE ATTACHED SCHEDULE

B. Trademark Registration No.(s)

SEE ATTACHED SCHEDULE

Additional number(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Rhonda DeLeon

Internal Address: Latham & Watkins, LLP

Street Address: 650 Town Center Drive, Suite 2000

City: Costa Mesa

State: California Zip: 92626

Phone Number: 714-540-1235

Fax Number: 714-755-8290

Email Address: ipdocket@lw.com

6. Total number of applications and registrations involved:

40

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 1,015.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

- a. Credit Card Last 4 Numbers _____
- b. Deposit Account Number 500524 (For additional fees)
Authorized User Name Rhonda DeLeon

9. Signature:

Rhonda DeLeon

Signature

August 27, 2004

Date

Rhonda DeLeon
Name of Person Signing

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

7

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:

Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

08/31/2004 ECOOPER Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

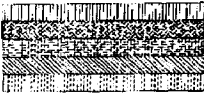
01 FC:8521
02 FC:8522

40.00 OP
975.00 OP

SCHEDULE A
ADVANCE WATCH COMPANY, LTD.
U.S. TRADEMARKS

Trademark Registrations

<u>Mark</u>	<u>Registration No.</u>
BAY TREE	2,485,198
AVATRA	2,798,508
STILETTO	2,776,557
STYLUS STUDIO	2,776,556
LIQUID LEAD	2,773,095
WHY ME?	2,631,660
WHY ME?	2,631,659
BALLPOINT PENCIL	2,739,684
TS EDITIONS	2,633,262
TS SPORT	2,714,421
SIGNATURE ONE	2,633,118
Z SCREEN	2,575,466
Z SCREEN	2,522,114
CUT WRITE	2,472,303
ULTRATECH	2,,422,222
AIR WRITER	2,483,277
STYLUS	2,513,803
ELGIN	2,427,506
VICTORIA RHEIN	2,402,695
FLASHWRITE	2,444,718
AIR SHOCK	2,271,086

<u>Mark</u>	<u>Registration No.</u>
TOUCH SCREEN	2,284,174
PEN PETS	2,241,943
FLASHERS	2,179,733
TOUCH TIME	2,272,568
AQUALITE	1,998,355
FIELD RANGER	2,159,260
PC	1,749,873
LTD	1,913,219
ULTIMATE	2,018,602
IDENTITY	1,819,232
HEALTH TECH	1,595,059
MAGIC MOMENTS	1,578,923
DOLPHIN	1,554,622
AQUATECH	1,542,449
VALUE-BY-MAIL	1,551,415
AVANTI	1,453,155
	1,547,279
ADVANCE	1,070,973

Trademark Applications

<u>Mark</u>	<u>Registration No.</u>
BALLPOINT	76/354,686

TERMINATION OF SECURITY INTEREST

This Termination of Security Interest, dated as of August 25, 2004, is executed by Fleet National Bank, a national banking association, with an office at 100 Federal Street, Boston, Massachusetts 02110, as administrative agent for itself and certain secured parties (the "Administrative Agent"), to release all security interests of the Administrative Agent in the Intellectual Property (defined below) owned by Advance Watch Company Ltd. ("Advance Watch").

Recitals

WHEREAS, Advance Watch previously granted to Administrative Agent a security interest in, among other things, the patents, trademarks and other intellectual property items listed on Schedule A (the "Intellectual Property") as evidenced by that certain Amended and Restated Intellectual Property Security Agreement dated July 28, 2000 in the United States Patent and Trademark Office on April 26, 1999 and recorded with the United States Patent and Trademark Office at Reel 001890, Frame 0320 (the "Security Agreement").

WHEREAS, the Administrative Agent desires to terminate the Secured Party's security interest in the Intellectual Property owned by Advance Watch.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Administrative Agent hereby terminates all of the Administrative Agent's security interests in the Intellectual Property owned by Advance Watch, including, without limitation, that set forth at Reel 001890, Frame 0320.

IN WITNESS WHEREOF, Administrative Agent has caused this Termination of Security Interest to be duly executed on the date first mentioned above.

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FLEET NATIONAL BANK,

By: James C. Silva

Name: JAMES C. SILVA

Title: Managing Director

STATE OF MASSACHUSETTS)
COUNTY OF Suffolk) ss

On this 24th day of AUGUST, 2004 before me personally appeared James C. Silva, to me personally known, who being by me duly sworn says that he/she is the Managing Director of FLEET NATIONAL BANK, duly authorized to execute this instrument for FLEET NATIONAL BANK, and that said execution was the free act and deed of FLEET NATIONAL BANK.

Aileen Schute
Notary Public
By Commission Expires: 10/20/06

Schedule A

Advance Watch Company: Trademarks

	Serial Number	Reg. Number	Word Mark	Status
1	76125821	2485198	BAY TREE	ACTIVE
2	76296612	2798508	AVATRA	ACTIVE
3	76374754	2776557	STILETTO	ACTIVE
4	76374753	2776556	STYLUS STUDIO	ACTIVE
5	76354684	2773095	LIQUID LEAD	ACTIVE
6	76368484	2631660	WHY ME?	ACTIVE
7	76368483	2631659	WHY ME?	ACTIVE
8	76354686		BALLPOINT	ACTIVE
9	76354685	2739684	BALLPOINT PENCIL	ACTIVE
10	76306948	2633262	TS EDITIONS	ACTIVE
11	76306533	2714421	TS SPORT	ACTIVE
12	76238512	2633118	SIGNATURE ONE	ACTIVE
13	76114770	2575466	Z SCREEN	ACTIVE
14	76114760	2522114	Z SCREEN	ACTIVE
15	75818443	2472303	CUT WRITE	ACTIVE
16	75738986	2422222	ULTRATECH	ACTIVE
17	75729552	2483277	AIR WRITER	ACTIVE
18	75689616	2513803	STYLUS	ACTIVE
19	75689615	2427506	ELGIN	ACTIVE
20	75600057	2402695	VICTORIA RHEIN	ACTIVE
21	75449769	2444718	FLASHWRITE	ACTIVE
22	75352994	2271086	AIR SHOCK	ACTIVE
23	75316605	2284174	TOUCH SCREEN	ACTIVE
24	75301064	2241943	PEN PETS	ACTIVE
25	75263430	2179733	FLASHERS	ACTIVE
26	75099667	2272568	TOUCH TIME	ACTIVE
27	75002033	1998355	AQUALITE	ACTIVE
28	74735783	2159260	FIELD RANGER	ACTIVE
29	74176917	1749873	PC	ACTIVE
30	74495213	1913219	LTD	ACTIVE
31	74489548	2018602	ULTIMATE	ACTIVE

32	74315261	1819232	IDENTITY	ACTIVE
33	73821814	1595059	HEALTH TECH	ACTIVE
34	73808120	1578923	MAGIC MOMENTS	ACTIVE
35	73759378	1554622	DOLPHIN	ACTIVE
36	73759275	1542449	AQUATECH	ACTIVE
37	73753419	1551415	VALUE-BY-MAIL	ACTIVE
38	73634245	1453155	AVANTI	ACTIVE
39	73605774	1547279		ACTIVE
40	73079824	1070973	ADVANCE	ACTIVE

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