

Form PTO-1584 (Rev. 03/01) QMB No. 0851-0027 (exp. 5/31/2002)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): Merrill Lynch Capital, a Division of Merrill Lynch Business Financial Services Inc., as Agent</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State (Delaware) <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>American Wholesale Insurance Group, Inc.</u> Internal Address: _____ Street Address: <u>4064 Colony Road, Suite 450</u> City: <u>Charlotte</u> State: <u>NC</u> Zip: <u>28211</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>release of security interest</u></p> <p>Execution Date: <u>April 6, 2005</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>76/525,933</u> <u>76/476,296</u></p>	<p>B. Trademark Registration No.(s)</p>
<p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Heather M. Phillips, Paralegal</u> Internal Address: <u>Robinson, Bradshaw & Hinson, P.A.</u> Street Address: <u>101 N. Tryon Street, Suite 1900</u> City: <u>Charlotte</u> State: <u>NC</u> Zip: <u>28246</u></p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 3.41) <u>\$65.00</u> <input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account payment via visa - see attached authorization</p> <p>8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Heather M. Phillips, Paralegal *Heather M. Phillips* April 7, 2005
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 5

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

CP \$65.00 76525933

**RELEASE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS**

WHEREAS, American Wholesale Insurance Group, Inc. (the "Pledgor") is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, in order to secure certain indebtedness, the Pledgor entered into a Trademark Security Agreement (as amended, modified, restated or supplemented from time to time, the "Trademark Security Agreement"), dated as of November 25, 2003, in favor of Merrill Lynch Capital, a Division of Merrill Lynch Business Financial Services Inc., as Agent (the "Agent"), with offices at 222 North LaSalle Street, 16th Floor, Chicago, Illinois 60601, and pursuant thereto executed and delivered a Grant of Security Interest in Trademarks (the "Trademark Assignment") as recorded in the United States Patent and Trademark Office in Reel 2872, Frame 0827, pursuant to which Pledgor granted to the Agent, according to the terms of the Trademark Security Agreement, a security interest in all of its right, title and interest in and to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent does hereby release and relinquish, and does hereby reassign to the Pledgor, without representation or warranty, all of the Agent's right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks, and does hereby agree that the filing of the Trademark Assignment in the United States Patent and Trademark Office as aforesaid may be removed of record.

**MERRILL LYNCH CAPITAL, a Division of
Merrill Lynch Business Financial Services Inc.,
as Agent**

By: _____

Name: _____

Title: _____


Mike Kriz
Vice President

Date: _____

4/6/05

State of Illinois
County of Cook

Before me appeared Nuke King, the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf or on behalf of the identified corporation or other juristic entity with authority to do so.

This 6 day of April, 2005.


Kathleen M. Devine
Notary Public

OFFICIAL SEAL
Kathleen M. Devine
Notary Public, State of Illinois
My Commission Expires: July 18, 2006

(Seal)

My Commission Expires: July 18, 2006

Schedule A**TRADEMARKS AND TRADEMARK APPLICATIONS**

Mark	Country	Application No.	Filing Date
AMWINS	USA	76/525,933	6/26/03
	USA	76/476,296	12/16/02