

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Trademark Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A. as successor in interest to Fleet National Bank		03/31/2006	National Bank: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	Sager Sales Corporation
<b>Street Address:</b>	97 Libbey Industrial Parkway
<b>City:</b>	Weymouth
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	02189
<b>Entity Type:</b>	CORPORATION: MASSACHUSETTS

<b>Name:</b>	Sager Electrical Supply Company, Inc.
<b>Street Address:</b>	97 Libbey Industrial Parkway
<b>City:</b>	Weymouth
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	02189
<b>Entity Type:</b>	CORPORATION: MASSACHUSETTS

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	2115263	SAGER ELECTRONICS
Registration Number:	2075381	DISTRIBUTING CONFIDENCE

**CORRESPONDENCE DATA**

Fax Number: (617)951-8736  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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 Correspondent Name: Jessica Davis

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Address Line 1: 150 Federal Street  
Address Line 2: Bingham McCutchen LLP  
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Jessica A Davis
Signature:	/JADavis/
Date:	03/31/2006

Total Attachments: 3  
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**TERMINATION AND RELEASE**  
**OF**  
**TRADEMARK SECURITY INTEREST**

**TERMINATION AND RELEASE OF TRADEMARK SECURITY INTEREST**, dated as June 4, 1999 by **BANK OF AMERICA, N.A.**, as successor in interest to **FLEET NATIONAL BANK**, as administrative agent for the Lenders (in such capacity, the "Agent"), with an office at 100 Federal Street, Boston, Massachusetts 02110, Sager Electrical Supply Company, Inc., a Massachusetts corporation ("Sager Electrical") and Sager Sales Corporation, a Massachusetts corporation ("Sager Sales"; together with Sager Electrical, the "Borrowers"). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Amended and Restated Credit Agreement dated as of September 23, 2003 by and between Agent, the Lenders party thereto and the Borrowers.

**WHEREAS**, the Borrowers and the Agent entered into a Security Agreement, dated as of June 4, 1999 (the "Agreement"), which Agreement was recorded October 4, 2001, with the United States Patent and Trademark Office at Reel 2383, Frame 0001 for the purpose of securing payment and performance of obligations of the Borrowers;


**WHEREAS**, as consideration for Borrowers paying the Payoff Amount (as defined in the Payoff Letter dated as of even date hereof by and between Agent, Lenders, Borrowers and Wells Fargo Foothill, Inc.) to Agent for the benefit of the Lenders, the Agent has agreed to terminate and release the Agreement and transfer to the Borrowers its right, title and interest in the trademarks listed on Exhibit A attached hereto;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby terminates and releases the Agreement and assigns and transfers to the Borrowers, without representation, warranty or recourse, all of the Agent's right, title and interest in and to the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

This Termination shall be governed by and construed in accordance with the laws of the Commonwealth of Massachusetts without giving effect to the conflict of laws principles thereof.

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**BANK OF AMERICA, N.A., as successor in  
interest to FLEET NATIONAL BANK, as  
Agent**

By:   
Name: Peggy Peckham  
Title: Duly Authorized Signatory

Signature Page to Termination And Release Of Trademark Security Interest

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**TRADEMARK  
REEL: 003280 FRAME: 0385**

**EXHIBIT A**

<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>
SAGER ELECTRONICS	2115263	11/25/97
DISTRIBUTING CONFIDENCE	2075381	7/1/97

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