

Form PTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027

09-11-2006

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

103303258

SHEET  
LY (Part 8) 83507-14

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

1. Name of conveying party(ies):  
Wells Fargo Foothill, Inc. (formerly known as)  
Foothill Capital Corporation) as

Tranche A Collateral Agent

- ☐ Individual(s) ☐ Association  
☐ General Partnership ☐ Limited Partnership  
☒ Corporation- State: California  
☐ Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached? ☒ Yes ☐ No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) December 30, 2004

- ☐ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☒ Other Termination of Security Interest

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? ☒ Yes ☐ NoName: Philip Services Corporation

Internal

Address: \_\_\_\_\_

Street Address: 5151 San FelipeCity: HoustonState: TXCountry: US Zip: 77056

- ☐ Association Citizenship \_\_\_\_\_  
☐ General Partnership Citizenship \_\_\_\_\_  
☐ Limited Partnership Citizenship \_\_\_\_\_  
☒ Corporation Citizenship Delaware  
☐ 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 the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached? ☒ Yes ☐ No

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

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

Name: Laura KonrathInternal Address: Winston & Strawn LLPStreet Address: 35 W. Wacker Dr.City: ChicagoState: IL Zip: 60601Phone Number: (312) 558-6352Fax Number: (312) 558-5700Email Address: lkonrath@winston.com

9. Signature: \_\_\_\_\_

Laura Konrath

Name of Person Signing

6. Total number of applications and registrations involved:

58.

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$1,465

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

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_b. Deposit Account Number 232428Authorized User Name Laura Konrath

Date

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ORIGINAL

**Continuation Item 1**

Wells Fargo Foothill, Inc. (formerly known as Foothill Capital Corporation), as  
Tranche B Collateral Agent

High River Limited Partnership, as PIK/Term Collateral Agent

a Delaware limited Partnership

# Continuation Item 2

Address for ALL Assignees

5151 San Felipe  
Houston, Texas 77056

RESI ACQUISITION (DELAWARE) CORPORATION

Entity Type: CORPORATION  
Citizenship: DELAWARE

21ST CENTURY ENVIRONMENTAL MANAGEMENT, INC. OF  
RHODE ISLAND

Entity Type: CORPORATION  
Citizenship: RHODE ISLAND

ADVANCE ENVIRONMENTAL SYSTEMS, INC.

Entity Type: CORPORATION  
Citizenship: NEW YORK

ALLWASTE TANK CLEANING, INC.

Entity Type: CORPORATION  
Citizenship: GEORGIA

ALLWORTH, INC.

Entity Type: CORPORATION  
Citizenship: ALABAMA

ALRC, INC.

Entity Type: CORPORATION  
Citizenship: DELAWARE

ARC DUST PROCESSING (BARBADOS) LIMITED

Entity Type: CORPORATION  
Citizenship: BARBADOS

BURLINGTON ENVIRONMENTAL INC.

Entity Type: CORPORATION  
Citizenship: DELAWARE

CAPPCO TURBULAR PRODUCTS USA, INC.

Entity Type: CORPORATION  
Citizenship: GEORGIA

CHEM-FREIGHT, INC.

Entity Type: CORPORATION  
Citizenship: OHIO

CHEMICAL POLLUTION CONTROL, INC. OF FLORIDA-A 21ST

CENTURY ENVIRONMENTAL MANAGEMENT COMPANY

**Entity Type:** CORPORATION  
**Citizenship:** FLORIDA

COUSINS WASTE CONTROL CORPORATION

**Entity Type:** CORPORATION  
**Citizenship:** OHIO

21ST CENTURY ENVIRONMENTAL MANAGEMENT, INC. OF NEVADA

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

ACE/WALL WASTE ENVIRONMENTAL SERVICES OF INDIANA, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ILLINOIS

ALLIES STAFFING LTD.

**Entity Type:** CORPORATION  
**Citizenship:** ONTARIO

ALL SAFETY AND SUPPLY, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ONTARIO

ALLWASTE RECOVERY SYSTEMS, INC.

**Entity Type:** CORPORATION  
**Citizenship:** GEORGIA

APLC, INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP SERVICES/BIRMINGHAM, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ALABAMA

BURLINGTON ENVIRONMENTAL INC.

**Entity Type:** CORPORATION  
**Citizenship:** WASHINGTON

CHEM-FAB, INC.

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

CHEMICAL POLLUTION CONTROL, INC., OF NEW YORK A-21ST CENTURY ENVIRONMENTAL MANAGEMENT COMPANY

**Entity Type:** CORPORATION  
**Citizenship:** NEW YORK

CHEMICAL RECLAMATION SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

CYANOKEM INC.

**Entity Type:** CORPORATION  
**Citizenship:** MICHIGAN

DELTA MAINTENANCE, INC.

**Entity Type:** CORPORATION  
**Citizenship:** LOUISIANA

IST HOLDING CORP.

**Entity Type:** CORPORATION

LUNTZ ACQUISITION (DELAWARE) CORPORATION

**Citizenship:** COLORADO

LUNTZ CORPORATION

**Entity Type:** CORPORATION

**Citizenship:** DELAWARE

NORTRU, INC.

**Entity Type:** CORPORATION

**Citizenship:** DELAWARE

ONEIDA ASBESTOS ABATEMENT INC.

**Entity Type:** CORPORATION

**Citizenship:** MICHIGAN

PHILIP AUTOMOTIVE, LTD.

**Entity Type:** CORPORATION

**Citizenship:** DELAWARE

PHILIP CHEMI-SOLV, INC.

**Entity Type:** CORPORATION

**Citizenship:** PENNSYLVANIA

PHILIP ENVIRONMENTAL SERVICES CORPORATION

**Entity Type:** CORPORATION

**Citizenship:** TEXAS

PHILIP HYDRO-ENGINEERING & SERVICE, INC.

**Entity Type:** CORPORATION

**Citizenship:** MISSOURI

PHILIP INDUSTRIAL SERVICES (USA) INC.

**Entity Type:** CORPORATION

**Citizenship:** TEXAS

DEEP CLEAN, INC.

**Entity Type:** CORPORATION

**Citizenship:** DELAWARE

HARTNEY CORPORATION

**Entity Type:** CORPORATION

**Citizenship:** MICHIGAN

INDUSTRIAL SERVICES TECHNOLOGIES, INC.

**Entity Type:** CORPORATION

**Citizenship:** NEVADA

JESCO INDUSTRIAL SERVICE, INC.

**Entity Type:** CORPORATION

**Citizenship:** COLORADO

NORTHLAND ENVIRONMENTAL, INC.

**Entity Type:** CORPORATION

**Citizenship:** KENTUCKY

NORTRU, LTD.

**Entity Type:** CORPORATION

**Citizenship:** DELAWARE

PHILIP CORROSION SERVICES, INC.

**Entity Type:** CORPORATION

**Citizenship:** ONTARIO

ONEIDA ASBESTOS REMOVAL, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

PHILIP ANALYTICAL SERVICES INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEW YORK

PHILIP CORROSION SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ONTARIO

PHILIP ENVIRONMENTAL SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

PHILIP ENVIRONMENTAL (WASHINGTON) INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP INDUSTRIAL SERVICES GROUP, INC.

**Entity Type:** CORPORATION  
**Citizenship:** WASHINGTON

PHILIP INTERNATIONAL DEVELOPMENT INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP/I.D. MEAGHER, INC.

**Entity Type:** CORPORATION  
**Citizenship:** BARBADOS

PHILIP METALS (NEW YORK), INC.

**Entity Type:** CORPORATION  
**Citizenship:** MASSACHUSETTS

PHILIP METALS, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEW YORK

PHILIP OIL RECYCLING, INC.

**Entity Type:** CORPORATION  
**Citizenship:** OHIO

PHILIP RECLAMATION SERVICES, HOUSTON, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NORTH DAKOTA

PHILIP SCAFFOLD CORPORATION

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

PHILIP SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** COLORADO

PHILIP SERVICES/ATLANTA, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ONTARIO

**Entity Type:** CORPORATION  
**Citizenship:** GEORGIA

PHILIP SERVICES CECATUR INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP SERVICES (INTERNATIONAL), INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP SERVICES/MISSOURI, INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP SERVICES/NORTH ATLANTIC, INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP SERVICES/OHIO, INC.

**Entity Type:** CORPORATION  
**Citizenship:** OHIO

PHILIP INDUSTRIAL SERVICES OF TEXAS, INC.

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

PHILIP INVESTMENT CORP.

**Entity Type:** CORPORATION  
**Citizenship:** ONTARIO

PHILIP MECHANICAL SERVICES OF LOUISIANA, INC.

**Entity Type:** CORPORATION  
**Citizenship:** LOUISIANA

PHILIP METALS (USA), INC.

**Entity Type:** CORPORATION  
**Citizenship:** OHIO

PHILIP METALS RECOVERY (USA) INC.

**Entity Type:** CORPORATION  
**Citizenship:** ARIZONA

PHILIP PLANT SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PHILIP REFRACTORY SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

PHILIP/SECO INDUSTRIES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** LOUISIANA

PHILIP SERVICES (PENNSYLVANIA), INC.

**Entity Type:** CORPORATION  
**Citizenship:** PENNSYLVANIA

PHILIP SERVICES HAWAII, LTD.

**Entity Type:** CORPORATION  
**Citizenship:** HAWAII

PHILIP SERVICES CECATUR HOLDINGS LLC

**Entity Type:** LLC

<u>PHILIP SERVICES/LOUISIANA, INC.</u>	<b>Citizenship:</b> DELAWARE
<u>PHILIP SERVICES/MOBILE, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> LOUISIANA
<u>PHILIP SERVICES/NORTH CENTRAL, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> ALABAMA
<u>PHILIP SERVICES/OKLAHOMA, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> IOWA
<u>PHILIP SERVICES PHENCORP INTERNATIONAL INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> OKLAHOMA
<u>PHILIP SERVICES/SOUTH CENTRAL, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> DELAWARE
<u>PHILIP ST, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> COLORADO
<u>PHILIP TECHNICAL SERVICES, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> TEXAS
<u>PHILIP WEST INDUSTRIAL SERVICES, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> TEXAS
<u>PIPING COMPANIES, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> CALIFORNIA
<u>PIPING MECHANICAL CORPORATION</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> OKLAHOMA
<u>RECYCLAGE D'ALUMINIUM QUEBEC INC./QUEBEC ALUMINUM RECYCLING INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> COLORADO
<u>REPUBLIC ENVIRONMENTAL RECYCLING (NEW JERSEY), INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> CANADA
<u>REPUBLIC ENVIRONMENTAL SYSTEMS (TECHNICAL SERVICES GROUP), INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> NEW JERSEY
<u>RESOURCE RECOVERY CORP.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> NEW JERSEY
<u>RMF GLOBAL, INC.</u>	<b>Entity Type:</b> CORPORATION <b>Citizenship:</b> WASHINGTON



SERVTECH CANADA, INC.

**Entity Type:** CORPORATION  
**Citizenship:** OHIO

PHILIP SERVICES (PHENCORP) LLC

**Entity Type:** CORPORATION  
**Citizenship:** CANADA

PHILIP SERVICES/SOUTHWEST, INC.

**Entity Type:** LLC  
**Citizenship:** DELAWARE

PHILIP ST PIPING, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ARIZONA

PHILIP TRANSPORTATION AND REMEDIATION, INC.

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

PHILIP/WHITING, INC.

**Entity Type:** CORPORATION  
**Citizenship:** CALIFORNIA

PIPING HOLDINGS CORP.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

PSC ENTERPRISES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** OKLAHOMA

REPUBLIC ENVIRONMENTAL SYSTEMS (PENNSYLVANIA), INC

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

REPUBLIC ENVIRONMENTAL SYSTEMS (TRANSPORATION GROUP), INC.

**Entity Type:** CORPORATION  
**Citizenship:** PENNSYLVANIA

RHO-CHEM CORPORATION

**Entity Type:** CORPORATION  
**Citizenship:** PENNSYLVANIA

RMF INDUSTRIAL CONTRACTING, INC.

**Entity Type:** CORPORATION  
**Citizenship:** CALIFORNIA

SERV-TECH EPC, INC.

**Entity Type:** CORPORATION  
**Citizenship:** CALIFORNIA

SERV-TECH INTERNATIONAL SALES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

SOLVENT RECOVERY CORP.

**Entity Type:** CORPORATION  
**Citizenship:** VIRGIN ISLANDS, U.S.

**Entity Type:** CORPORATION  
**Citizenship:** MISSOURI

TERMINAL TECHNOLOGIES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

TOTAL REFRACTORY SYSTEMS, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

GEORGIA RECOVERY SYSTEMS

**Entity Type:** PARTNERSHIP  
**Citizenship:** GEORGIA

SERV-TECH SERVICES, INC.

**Entity Type:** CORPORATION  
**Citizenship:** TEXAS

ST DELTA CANADA, INC.

**Entity Type:** CORPORATION  
**Citizenship:** ONTARIO

THERMALKEN, INC.

**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

UNITED INDUSTRIAL MATERIALS, INC.

**Entity Type:** CORPORATION  
**Citizenship:** NEVADA

GRS/LAKE CHARLES, LTD.

**Entity Type:** LIMITED PARTNERSHIP  
**Citizenship:** LOUISIANA

End of  
Continuation  
Item 2

SCHEDULE I

## UNITED STATES FEDERAL REGISTRATIONS AND APPLICATIONS

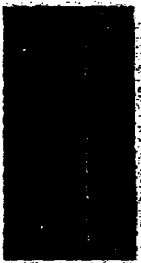
Mark	Reg. No. / Serial No.	Reg. Date / Filing Date	Record Owner
21EMI	1,957,719	4/15/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
21EMI	1,983,731	3/26/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
21 <sup>st</sup> CENTURY ENVIRONMENTAL MANAGEMENT, INC. & Design	1,979,166	6/11/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
RE-FIX	1,969,277	4/23/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
SPILL SAFE	1,940,590	12/2/95	21 <sup>st</sup> Century Environmental management, Inc. (DE corp. located in RI)
ADVANCED ENVIRONMENTAL SYSTEMS AES & Design	2,111,453	11/4/97	Advanced Environmental Systems, Inc.
ADVANCED ENVIRONMENTAL SYSTEMS AES & Design	74-285,050	6/15/92	Advanced Environmental Systems, Inc.
ALLIES	2,016,990	11/19/96	ALRC, Inc.
ALLWASTE & DESIGN	1,549,498	7/25/99	ALRC, Inc.
ALLWASTE	1,541,886	5/30/99	ALRC, Inc.
COSOURCING	75-319,394	7/3/97	ALRC, Inc.
DEDICATED TO ENVIRONMENTAL EXCELLENCE	1,714,748	9/8/92	ALRC, Inc.
HYDROCARBON SHEARING	2,215,595	12/29/98	ALRC, Inc.
CONVERTIN	1,997,032	8/27/96	Chemical Pollution Control Products, Inc.

21097502-New York SIA

Continuation  
Item 4

DESINFECTIN	1,997,031	8/27/96	Chemical Pollution Control Products, Inc.
CLEAN AMERICA	1,983,417	7/2/96	Clean America, Inc. (now Philip Mid-Atlantic Inc.)
CHEM TARP	1,997,202	8/27/96	Cousins Waste Control Corporation
COUSINS PINE SAP EMULSION PRODUCT	2,064,524		Cousins Waste Control Corporation
COUSINS CHEM TARP	1,997,201	8/27/96	Cousins Waste Control Corporation
CUSCAN	1,616,068	10/2/90	Cousins Waste Control Corporation
CUSCANTAINER	1,743,574	12/29/92	Cousins Waste Control Corp.
CYANOXEM	1,997,852	5/22/90	Norma, Inc.
EPOC	1,825,675	3/1/94	Norma, Inc.
CHEMISOLV	1,710,998	9/1/92	Philip Chemi-Solv, Inc.
FAST CLEAN	1,846,982	7/26/94	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FAST DRAW & Design	1,415,297	10/28/86	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FAST DRAW	1,416,207	11/4/86	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FUELSMART	2,171,547	7/7/98	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FUELSMART	1,981,159	6/18/96	Philip ST, Inc. (formerly Serv-Tech, Inc.)
LIFE GUARD	1,883,110	3/1/95	Philip ST, Inc. (formerly Serv-Tech, Inc.)
PARTS	1,729,155	11/3/92	Philip Environmental Services Corp.
PARTS	1,776,923	6/15/93	Philip Environmental Services Corp.
PARTS	1,729,155	11/3/92	Philip Environmental Services Corp.
PARTS	1,776,923	6/15/93	Philip Environmental Services Corp.

PERFORMANCE PRICING	2,037,801	2/11/07	Philip ST, Inc. (formerly Serv-Tech, Inc.)
PHILIP ENVIRONMENTAL	2,499,355	5/6/97	Philip Services Corp.
PHILIP ENVIRONMENTAL	2,102,936	10/7/97	Philip Services Corp.
PHILIP ENVIRONMENTAL & Design	2,102,936	10/7/97	Philip Service Corp.
PHILIP ENVIRONMENTAL	2,099,355	5/6/97	Philip Services Corp.
PHILIP SERVICES	75-477411	4/30/98	Philip Services Corp.
PSC PHILIP SERVICES CORP. & Design	75-476474	4/29/98	Philip Services Corp.
PSC	75-477328	4/30/98	Philip Services Corp.
RECON	1,700,962	7/14/92	Philip Environmental Services Corp.
RECON	1,700,962	7/14/92	Philip Environmental Services Corp.
WELDSMART	1,994,140	8/13/96	Philip ST, Inc. (formerly Serv-Tech, Inc.)
PCC & Design	1,915,498	8/29/95	Plasma Processing Corporation
PLASMAL	1,995,706	9/10/96	Plasma Processing Corporation
PPC	1,903,997	8/18/95	Plasma Processing Corporation
RHO-CHEM	1,194,949	5/11/82	Rho-Chem Corporation
RHO-PERC	1,211,169	10/5/82	Rho-Chem Corporation
RHO-SOLV 700	1,196,575	6/1/82	Rho-Chem Corporation
RHO-THANE TF	1,527,607	3/7/89	Rho-Chem Corp.
RHO-TRON TPC	1,187,306	1/26/82	Rho-Chem Corporation
DESIGN ONLY	705,222	10/4/60	SECO Industries, Inc.



SECO	689,093	12/1/59	SECO Industries, Inc.
WEB FOOT	689,094	12/1/59	SECO Industries, Inc.
RECYCLING TODAY FOR TOMORROW'S COMMUNITY	1,746,010	1/12/93	Southern Foundry Supply Company (currently Philip Metals Inc.)
RECYCLING FOR THE FUTURE	1,640,807	4/9/91	Steiner-Litt Iron & Metal Company (currently Philip Metals Inc.)

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330537.02-New York SIA

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**TERMINATION OF SECURITY INTEREST**

This Termination of Security Interest ("Termination"), dated as of December ~~30~~ 30, 2004, is executed by **WELLS FARGO FOOTHILL, INC.**, formerly known as Foothill Capital Corporation, a California corporation ("**FOOTHILL**"), not in its individual capacity but as Tranche A Collateral Agent (as defined herein), **FOOTHILL**, not in its individual capacity but as Tranche B Collateral Agent (as defined herein), and High River Limited Partnership, a Delaware limited partnership (in its individual capacity "**HIGH RIVER**"), **HIGH RIVER**, not in its individual capacity but as PIK/Term Collateral Agent (as defined herein), for the PIK/Term Lenders (as defined herein).

Reference is made to that certain Trademark Security Agreement ("Initial Trademark Security Agreement"), dated as of March 31, 2000, by Philip Services Corporation ("Parent") and each of Parent's subsidiaries identified on the signature pages thereof (collectively, "PSC"), in favor of **FOOTHILL**, not in its individual capacity, but solely as collateral agent for the Tranche A Lenders (as defined therein) ("Tranche A Collateral Agent"), **FOOTHILL**, not in its individual capacity, but solely as collateral agent for the Tranche B Lenders (as defined therein) ("Tranche B Collateral Agent"), **FOOTHILL**, not in its individual capacity, but solely as collateral agent for the Secured Term Lenders (as defined herein) ("Term Lender Collateral Agent"), and **FOOTHILL**, not in its individual capacity, but solely as collateral agent for the Secured PIK Lenders (as defined herein) ("PIK Lender Collateral Agent");

Reference is made to that certain Collateral Agency and Intercreditor Agreement, dated as of March 31, 2000 (as amended, the "Initial Intercreditor Agreement") by and among Parent and each of Parent's subsidiaries identified on the signature pages thereof, **FOOTHILL**, not in its individual capacity, but as Revolver Agent (as defined therein), on behalf of the Tranche A Claimants (as defined therein), the Revolver Agent on behalf of the Tranche B Claimants (as defined therein), the Secured PIK/Term Agent (as defined therein) ("Initial Secured PIK/Term Agent"), on behalf of the Secured PIK Claimants (as defined therein), and the Initial Secured PIK/Term Agent on behalf of the Secured Term Claimants (as defined therein), **FOOTHILL**, not in its individual capacity, but solely as Tranche A Collateral Agent, **FOOTHILL**, not in its individual capacity but solely as Tranche B Collateral Agent, **FOOTHILL**, not in its individual capacity, but solely as PIK Lender Collateral Agent, **FOOTHILL**, not in its individual capacity, but solely as Term Lender Collateral Agent;

WHEREAS, pursuant to that certain letter of resignation, dated January 13, 2004, **FOOTHILL** has resigned in both of its capacities as PIK Lender Collateral Agent and as Term Lender Collateral Agent under the Initial Intercreditor Agreement;

WHEREAS, pursuant to that certain Credit Agreement ("Initial PIK/Term Credit Agreement"), dated as of March 31, 2000, by and among Parent, the Initial Secured PIK/Term Agent, the Term Lenders (as defined therein) ("Secured Term Lenders") and the PIK Lenders (as defined therein) ("Secured PIK Lenders"), certain credit facilities were established in favor of Parent;

WHEREAS, **HIGH RIVER** was designated by the PIK/Term Lenders as PIK/Term Agent (as defined herein), pursuant to that certain Amended and Restated Credit Agreement (Secured PIK/Term) ("Amended & Restated PIK/Term Credit Agreement"), dated December 31, 2003, among Parent, the lenders identified thereunder ("PIK/Term Lenders"), **HIGH RIVER** in its individual capacity as a PIK/Term Lender, **HIGH RIVER** not in its individual capacity, but as Administrative Agent (as defined therein) ("PIK/Term Agent") for the PIK/Term Lenders, and **HIGH RIVER**, not in its individual capacity, but as PIK/Term Collateral Agent;

WHEREAS, **HIGH RIVER**, in its capacity as PIK/Term Agent, has appointed **HIGH RIVER** as PIK/Term Collateral Agent ("PIK/Term Collateral Agent") for the PIK/Term Lenders, the PIK/Term Agent and the PIK/Term Collateral Agent, pursuant to that certain Collateral Agency and Intercreditor Agreement, dated December 31, 2003, by and among Parent and certain of its subsidiaries identified on the signature pages thereto, **HIGH RIVER**, not in its individual capacity, but as D&O Collateral Agent (as defined therein), Parent as D&O Agent (as defined therein), and as lender under the Intercompany Loan Documents (as defined therein), **HIGH RIVER**, not in its individual capacity but as Exit Loan Collateral Agent (as defined therein), **HIGH RIVER**, in its individual capacity as Exit Lender (as defined therein), and **HIGH RIVER**, not in its individual capacity but as PIK/Term Collateral Agent, PIK/Term Agent, and Intercompany Loan Collateral Agent (as defined therein);

WHEREAS, pursuant to the Initial Trademark Security Agreement, PSC granted the Tranche A Collateral Agent, the Tranche B Collateral Agent, the Term Lender Collateral Agent, and the PIK Lender Collateral Agent, a security interest in certain trademarks hereto and other collateral (the "Initial Trademark Collateral");

WHEREAS, the Initial Trademark Security Agreement was recorded in the United States Patent and Trademark Office on April 19, 2000 at Reel 002061, Frame 0355;

WHEREAS, PSC has satisfied its obligations to the Tranche A Lenders and the Tranche B Lenders, except for liabilities or obligations that by their terms survive repayment of the loans (such as any indemnification or expense reimbursement obligations);

WHEREAS, PSC has satisfied its obligations to the Secured Term Lenders and the Secured PIK Lenders under the Initial PIK/Term Credit Agreement, except those obligations evidenced by the New PIK/Term Notes, as defined in the Amended and Restated PIK/Term Credit Agreement, in favor of **HIGH RIVER** as PIK/Term Agent for the benefit of the PIK/Term Lenders;

WHEREAS, PSC desires to terminate the security interests in the Initial Trademark Collateral, granted in favor of the Tranche A Collateral Agent for the benefit of the Tranche A Lenders, in favor of the Tranche B Collateral Agent for the benefit of the Tranche B Lenders, in favor of the Term Lender Collateral Agent for the benefit of the Secured Term Lenders, and in favor of the PIK Lender Collateral Agent for the benefit of the Secured PIK Lenders, under the Initial Trademark Security Agreement;;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **FOOTHILL** and **HIGH RIVER** do hereby agree as follows:

**FOOTHILL**, in both of its capacities as Tranche A Collateral Agent and Tranche B Collateral Agent, hereby terminates the security interests granted by PSC in favor of the Tranche A Collateral Agent for the benefit of the Tranche A Lenders and in favor of the Tranche B Collateral Agent for the benefit of the Tranche B Lenders, pursuant to the Initial Trademark Security Agreement, in the Initial Trademark Collateral, including, without limitation, that set forth at Reel 002061, Frame 0355;

**HIGH RIVER**, in its capacity as PIK/Term Collateral Agent, hereby terminates the security interests, granted by PSC in favor of the Term Lender Collateral Agent for the benefit of the Secured Term Lenders, and in favor of the PIK Lender Collateral Agent for the benefit of the Secured PIK Lenders, pursuant to the Initial Trademark Security Agreement, in the Initial Trademark Collateral, including, without limitation, that set forth at Reel 002061, Frame 0355.




[Signature Pages Follow]

TERMINATION - TRADEMARK SECURITY AGREEMENT 3/31/00  
BROWN RUDNICK DRAFT - 12/11/04

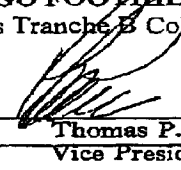
3

IN WITNESS WHEREOF, **FOOTHILL** and **HIGH RIVER**, have caused this Termination to be duly executed on the date first mentioned above.

**WELLS FARGO FOOTHILL, INC.**, a California corporation, as Tranche A Collateral Agent

By:   
Name: Thomas P. Shughrue  
Title: Vice President

**WELLS FARGO FOOTHILL, INC.**, a California corporation, as Tranche B Collateral Agent

By:   
Name: Thomas P. Shughrue  
Title: Vice President

**HIGH RIVER LIMITED PARTNERSHIP**, a Delaware limited partnership, as PIK/Term Collateral Agent

By Barberry Corp., its general partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, **FOOTHILL** and **HIGH RIVER**, have caused this Termination to be duly executed on the date first mentioned above.

**WELLS FARGO FOOTHILL, INC.**, a California corporation, as Tranche A Collateral Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**WELLS FARGO FOOTHILL, INC.**, a California corporation, as Tranche B Collateral Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**HIGH RIVER LIMITED PARTNERSHIP**, as PIK/Term Collateral Agent

By: Hopper Investments, LLC, its general partner  
By: Barberry Corp., its sole member

By:   
Name: Edward E. Mattner  
Title: Authorized Signatory

## CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA       )  
                                      ) ss.  
COUNTY OF LOS ANGELES    )

On December 16, 2004, Before me, K. Melissa Chavez, Notary Public

personally appeared Thomas P. Shughrue  
NAMES OF SIGNER(S)

☒ personally known to me - OR ☐ ~~proved to me on the basis of satisfactory evidence~~ to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



Witness my hand and official seal.

*K. Melissa Chavez*  
Signature of Notary

## OPTIONAL SECTION

**CAPACITY CLAIMED BY SIGNER**  
Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document

- ☐ - INDIVIDUAL  
☒ - CORPORATE OFFICER  
Vice President

TITLE(S)

- ☐ - PARTNERS    ☐ LIMITED (  
☐ ) GENERAL  
☐ - ATTORNEY-IN-FACT  
☐ - TRUSTEE(S)  
☐ - GUARDIAN/CONSERVATOR  
☐ - OTHER:

**SIGNER IS REPRESENTING:**  
NAME OF PERSON(S) OR  
ENTITY(IES):

Wells Fargo Foothill, Inc.

**THIS  
CERTIFICATE  
MUST BE  
ATTACHED TO  
THE  
DOCUMENT  
DESCRIBED  
AT RIGHT:**

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form

**TITLE OR TYPE OF DOCUMENT:**

Termination of Security Interest

**NUMBER OF PAGES** 3

**DATE OF DOCUMENT** December 16, 2004

**SIGNER(S) OTHER THAN NAMED ABOVE:**

N/A

TRADEMARK

REEL: 003389 FRAME: 0940

STATE OF CALIFORNIA       )  
                                  ) ss.  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of December, 2004 before me personally appeared \_\_\_\_\_, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Wells Fargo Foothill, Inc., as Tranche A Collateral Agent, who, being by me duly sworn, did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation and that he acknowledged said instrument to be the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

STATE OF CALIFORNIA       )  
                                  ) ss.  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_ day of December, 2004 before me personally appeared \_\_\_\_\_, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Wells Fargo Foothill, Inc., as Tranche B Collateral Agent, who, being by me duly sworn, did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation and that he acknowledged said instrument to be the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

STATE OF NEW YORK        )  
                              ) ss.  
COUNTY OF New York    )

On this \_\_\_\_ day of December, 2004 before me personally appeared Edward Maffner, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of High River Limited Partnership, as PIK/Term Collateral Agent, who, being by me duly sworn, did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation and that he acknowledged said instrument to be the free act and deed of said corporation.

  
Notary Public

YEVGENY FUNDLER  
Notary Public State of New York  
No. 02FU6046929  
Qualified in New York County  
Commission Expires August 21, 2008

SCHEDULE I

## UNITED STATES FEDERAL REGISTRATIONS AND APPLICATIONS

Mark	Reg. No. / Serial No.	Reg. Date / Filing Date	Record Owner
21EMI	1,967,719	4/16/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
21EMI	1,963,731	3/26/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
21 <sup>st</sup> CENTURY ENVIRONMENTAL MANAGEMENT, INC. & Design	1,979,166	6/11/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
RE-FIX	1,969,277	4/23/96	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
SPILL SAFE	1,940,590	12/11/95	21 <sup>st</sup> Century Environmental Management, Inc. (DE corp. located in RI)
ADVANCED ENVIRONMENTAL SYSTEMS AES & Design	2,111,453	11/4/97	Advanced Environmental Systems, Inc.
ADVANCED ENVIRONMENTAL SYSTEMS AES & Design	74-235,050	6/15/92	Advanced Environmental Systems, Inc.
ALLIES	2,016,990	11/2/996	ALRC, Inc.
ALLWASTE & DESIGN	1,549,498	7/25/89	ALRC, Inc.
ALLWASTE	1,541,886	5/20/89	ALRC, Inc.
COSOURCING	75-319,394	7/3/97	ALRC, Inc.
DEDICATED TO ENVIRONMENTAL EXCELLENCE	1,714,748	9/8/92	ALRC, Inc.
HYDROCARBON SHEARING	2,215,595	12/29/98	ALRC, Inc.
CONVERTIN	1,997,032	8/27/96	Chemical Pollution Control Products, Inc.

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DESINFECTIN	1,997,031	8/27/96	Chemical Pollution Control Products, Inc.
CLEAN AMERICA	1,983,417	7/2/96	Clean America, Inc. (now Philip Mid-Atlantic Inc.)
CHEM TARP	1,997,202	8/27/96	Cousins Waste Control Corporation
COUSINS PINE SAP EMULSION PRODUCT	2,064,524		Cousins Waste Control Corporation
COUSINS CHEM TARP	1,997,201	8/27/96	Cousins Waste Control Corporation
CUSCAN	1,616,068	10/2/90	Cousins Waste Control Corporation
CUSCONTAINER	1,743,574	12/29/92	Cousins Waste Control Corp.
CYANOKEM	1,597,852	5/22/90	Nortru, Inc.
EPOC	1,825,675	3/18/94	Nortru, Inc.
CHEMISOLV	1,710,998	9/1/92	Philip Chemi-Solv, Inc.
FAST CLEAN	1,846,982	7/26/94	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FAST DRAW & Design	1,415,287	10/28/86	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FAST DRAW	1,416,207	1/14/86	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FUELSMART	2,171,547	7/7/98	Philip ST, Inc. (formerly Serv-Tech, Inc.)
FUELSMART	1,981,159	6/18/96	Philip ST, Inc. (formerly Serv-Tech, Inc.)
LIFE GUARD	1,883,110	3/7/95	Philip ST, Inc. (formerly Serv-Tech, Inc.)
PARTS	1,729,155	1/7/92	Philip Environmental Services Corp.
PARTS	1,776,923	6/15/93	Philip Environmental Services Corp.
PARTS	1,729,155	1/7/92	Philip Environmental Services Corp.
PARTS	1,776,923	6/15/93	Philip Environmental Services Corp.

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PERFORMANCE PRICING	2,037,801	2/11/97	Philip ST, Inc. (formerly Serv-Tech, Inc.)
PHILIP ENVIRONMENTAL	2,039,355	5/6/97	Philip Services Corp.
PHILIP ENVIRONMENTAL	2,102,936	10/7/97	Philip Services Corp.
PHILIP ENVIRONMENTAL & Design	2,102,936	10/07/97	Philip Services Corp.
PHILIP ENVIRONMENTAL	2,039,355	5/6/97	Philip Services Corp.
PHILIP SERVICES	75-477411	4/30/98	Philip Services Corp.
PSC PHILIP SERVICES CORP. & Design	75-476474	4/29/98	Philip Services Corp.
PSC	75-477328	4/30/98	Philip Services Corp.
RECON	1,700,962	7/14/92	Philip Environmental Services Corp.
RBCON	1,700,962	7/14/92	Philip Environmental Services Corp.
WELDSMART	1,994,140	8/13/96	Philip ST, Inc. (formerly Serv-Tech, Inc.)
POC & Design	1,915,498	8/29/95	Plasma Processing Corporation
PLASMAL	1,999,706	9/10/96	Plasma Processing Corporation
PPC	1,903,997	8/18/95	Plasma Processing Corporation
RHO-CHEM	1,194,940	5/11/82	Rho-Chem Corporation
RHO-PERC	1,211,169	10/5/82	Rho-Chem Corporation
RHO-SOL V 703	1,196,575	6/1/82	Rho-Chem Corporation
RHO-THANE TF	1,527,607	3/7/89	Rho-Chem Corp.
RHO-TRON TPC	1,187,306	1/26/82	Rho-Chem Corporation
DESIGN ONLY	705,222	10/4/60	SECO Industries, Inc.

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SECO	689,091	12/1/59	SECO Industries, Inc.
WEB FOOT	689,094	12/1/59	SECO Industries, Inc.
RECYCLING TODAY FOR TOMORROW'S COMMUNITY	1,746,010	1/12/93	Southern Foundry Supply Company (currently Philip Metals Inc.)
RECYCLING FOR THE FUTURE	1,640,807	4/9/91	Steiner-Liff Iron & Metal Company (currently Philip Metals Inc.)

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1305 Fulton New York 51A

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

**REGISTRATION FORM COVER SHEET  
TRADEMARKS ONLY** (Part 8) 83507-14

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

1. Name of conveying party(ies):  
Wells Fargo Foothill, Inc. (formerly known as Foothill Capital Corporation) as  
Tranche A Collateral Agent

2. Name and address of receiving party(ies):  
Name: Philip Services Corporation  
Internal Address:  
Street Address: 5151 San Felipe  
City: Houston  
State: TX  
Country: US Zip: 77056

3. Nature of conveyance (Execution Date(s)):  
Execution Date(s) December 30, 2004

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

5. Name & address of party to whom correspondence concerning document should be mailed:  
Name: Laura Kornath  
Internal Address: Winston & Strawn LLP  
Street Address: 35 W. Wacker Dr.  
City: Chicago  
State: IL Zip: 60601  
Phone Number: (312) 559-5352  
Fax Number: (312) 559-5700  
Email Address: lkornath@winston.com

6. Total number of applications and registrations involved: 58.

7. Total fee (37 CFR 2.6(b)(5) & 2.41) \$1,465

8. Payment Information:

9. Signature: Laura Kornath

10. Date: 8/1/06

11. Total number of pages including cover sheet, attachments, and document: 1

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