

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT										
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights										
CONVEYING PARTY DATA											
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>JPMorgan Chase Bank, N.A., as Administrative Agent</td> <td></td> <td>07/14/2006</td> <td>National Banking Association:</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	JPMorgan Chase Bank, N.A., as Administrative Agent		07/14/2006	National Banking Association:			
Name	Formerly	Execution Date	Entity Type								
JPMorgan Chase Bank, N.A., as Administrative Agent		07/14/2006	National Banking Association:								
RECEIVING PARTY DATA											
Name:	Upstate Group, LLC (formerly known as Upstate Group, Inc.)										
Street Address:	706 Forest Street										
City:	Charlottesville										
State/Country:	VIRGINIA										
Postal Code:	22903										
Entity Type:	CORPORATION: DELAWARE										
PROPERTY NUMBERS Total: 5											
Property Type	Number	Word Mark									
Registration Number:	2872282	UPSTATE									
Registration Number:	2177417	UPSTATE BIOTECHNOLOGY									
Serial Number:	76566927	4G10									
Registration Number:	2805172	BIOSIGNALS									
Registration Number:	2815544	CATCH AND RELEASE									
CORRESPONDENCE DATA											
Fax Number: (212)455-2502											
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>											
Phone: (212) 455-7609											
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ATTORNEY DOCKET NUMBER:	509333/0016
NAME OF SUBMITTER:	Kirstie Howard
Signature:	/kh/
Date:	11/02/2006
<p>Total Attachments: 4 source=UpStGTR#page1.tif source=UpStGTR#page2.tif source=UpStGTR#page3.tif source=UpStGTR#page4.tif</p>	

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of July 14, 2006, from JPMorgan Chase Bank, N.A., a national banking association, as Administrative Agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), to Upstate Group, LLC (formerly known as Upstate Group, Inc.), a Delaware corporation ("Obligor").

WITNESSETH:

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of October 14, 2004, made by the Grantors (as defined therein) in favor of the Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights dated as of October 14, 2004, among the Agent and the Obligor (the "Security Agreement"), the Obligor, by reference to the Collateral Agreement, reaffirmed its intent to grant a Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on December 30, 2004, at Rccl 2999 and Frame 0644; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). The term "Trademarks" shall have the meaning provided by reference in the Collateral Agreement and the Security Agreement.

2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: 
Name: **B. B. WUTHRICH**
Title: **VICE PRESIDENT**

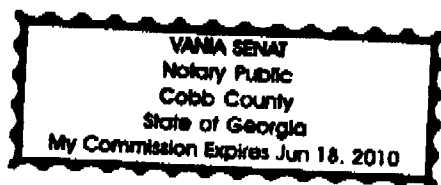
STATE OF _____)
COUNTY OF _____)

SS.:

On this 1 day of November, 2006, before me personally appeared
B. Wuthrich to me known who, being by me duly sworn, did depose and say that
he/she is Vice President of JPMorgan Chase Bank, N.A., described herein and
which executed the foregoing instrument, and that he/she signed his/her name thereto pursuant to
the authority granted by JPMorgan Chase Bank, N.A..


Notary Public

(Affix Seal Below)



Schedule A

U.S. Trademark Registrations and Applications

<u>Trademark</u>	<u>Registration or Serial Number</u>
UPSTATE and Design	2,872,282
UPSTATE BIOTECHNOLOGY and Design	2,177,417
4G10	76/566,927
BIO SIGNALS	2,805,172
CATCH AND RELEASE	2,815,544

509333-0016-10476-NY01.2583758.1

RECORDED: 11/02/2006

TRADEMARK
REEL: 003420 FRAME: 0658