

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Canadian Imperial Bank of Commerce, New York Agency

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: _____
- Other Canadian corporation

Citizenship (see guidelines) Canada

Additional names of conveying parties attached? Yes No

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

Execution Date(s) December 29, 2006

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Zero Manufacturing, Inc.

Internal

Address: _____

Street Address: 500 West 200 North

City: North Salt Lake

State: UT

Country: USA Zip: 84054

- 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)
78/565132

B. Trademark Registration No.(s)
2154594 1923655 1184578 3,042,452 1977670

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

Name: Matthew D. Cook

Internal Address: _____

Street Address: 201 South Main Street, Suite 1800

Post Office Box 45898

City: Salt Lake City

State: Utah Zip: 84145-0898

Phone Number: 801.536.6819

Fax Number: 801.536.6111

Email Address: MCook@parsonsbehle.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 50-0581

Authorized User Name Everett D. Robinson

9. Signature: Matthew Cook

Signature

1-4-07

Date

Matthew D. Cook

Name of Person Signing

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

15

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

CH \$165.00 500581 78565132

PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL

This PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL (this "Partial Release"), dated as of December [___], 2006, is made by Canadian Imperial Bank of Commerce, New York Agency, as administrative agent (in such capacity, the "Administrative Agent") under the Credit Agreement (as defined below). All capitalized terms used herein and not otherwise defined shall have the meanings set forth in the Credit Agreement.

WHEREAS, Columbus Steel Castings Company, a Delaware corporation, Eclipse Manufacturing Co., a Delaware corporation, Steel Forming, Inc. (d/b/a Commercial Metal Forming), a Delaware corporation, The Jorgensen Forge Corporation, a Washington corporation, and Zero Manufacturing, Inc., a Delaware corporation (collectively, the "Borrowers" and, each individually, a "Borrower"), various financial institutions and other Persons (collectively, the "Lenders") and the Administrative Agent are parties to a First Lien Credit Agreement, dated as of November 10, 2006 (as amended, supplemented, amended and restated or otherwise modified on or prior to the date hereof, the "Credit Agreement");

WHEREAS, pursuant to a First Lien Pledge and Security Agreement and a First Lien Trademark Security Agreement, each dated as of November 10, 2006 (as amended, supplemented, amended and restated or otherwise modified prior to the date hereof, collectively, the "Collateral Documents"), by certain of the Borrowers in favor of the Administrative Agent for each of the Secured Parties, ZM granted the Administrative Agent a security interest in certain of its personal property and intellectual property;

WHEREAS, pursuant to a Stock and Asset Purchase Agreement, dated as of December 15, 2006 (the "Purchase Agreement"), by and among Ace Co. Ltd., a corporation incorporated under the laws of Japan ("Buyer"), ZM and, following its formation upon the execution of the Purchase Agreement, Zero Halliburton, Incorporated, a Delaware corporation, ZM is selling, and Buyer is buying, certain assets of ZM's business of (a) marketing and selling ZH Branded Products (as defined in the Purchase Agreement) (both first and second quality products), not including the manufacturing of products or any of the services referred to on Exhibit 10.6 of the Purchase Agreement, (b) licensing third parties to manufacture Other Cases (as defined in the Purchase Agreement) and (c) licensing third parties to use the Marks (as defined in the Purchase Agreement) on other products sold by such third parties (collectively, the "Business"); and

WHEREAS, ZM has requested that the Administrative Agent release its security interest in the Trademark Collateral (as defined in the Collateral Documents) of ZM that is being sold pursuant to the Purchase Agreement, as more fully set forth on Schedule I attached hereto and made a part hereof (the "Released Trademark Collateral").

NOW THEREFORE, the Administrative Agent hereby **RELEASES**, without representation or warranty, all of its security interest in the Released Trademark Collateral.

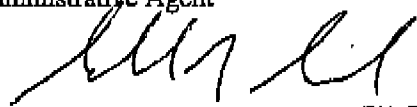
Notwithstanding anything to the contrary contained in Schedule I attached hereto, there is no, and shall not be any, release of any Collateral that is not used or held primarily in connection with the operations of the Business, as conducted on the Closing Date.

The Administrative Agent agrees, at ZM's expense, to cooperate with ZM to provide ZM with the information and additional authorization necessary to effect the release of the Administrative Agent's security interest in the Released Trademark Collateral.

The Administrative Agent authorizes ZM to file all applicable Uniform Commercial Code termination statements prepared by the Administrative Agent, evidencing the release of the Administrative Agent's security interest in the Released Trademark Collateral, in such filing offices as is reasonably determined appropriate by both ZM and the Administrative Agent.

IN WITNESS WHEREOF, the Administrative Agent has executed this Partial Release as of the date first above written.

CANADIAN IMPERIAL BANK OF
COMMERCE, NEW YORK AGENCY,
as the Administrative Agent

By: 
Name: **Gerald Girardi**
Title: **Canadian Imperial Bank of Commerce
Authorized Signatory**

By: 
Name: **CHRISTINE AHARONIAN**
Title: **AUTHORIZED SIGNATORY**



SCHEDULE I

Released Trademark Collateral

40160695 06101758

**TRADEMARK
REEL: 003457 FRAME: 0349**


Trademarks

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
DESIGN OF CASE WITH DOUBLE RIB 	United States	2154594	May 1, 1998	Cases for computers, cameras, video equipment, electronic and scientific instruments in Class 9 Luggage and attaché cases in Class 18	REGISTERED Renewal due May 5, 2008.
ZZ	United States	1923653	October 3, 1993	Attache cases in Class 18	REGISTERED
ZERO HALLIBURTON	United States	78565132	February 10, 2005	Women's handbags and purses in Class 18	Renewal due October 3, 2015. PENDING
ZERO HALLIBURTON	United States	1184578	January 5, 1982	Carrying cases for photographic equipment in Class 9	Statement of Use or 2 nd Extension due February 7, 2007. REGISTERED
Square Design 	United States	3,042,452	January 18, 2006	Luggage and attache cases in Class 18 Luggage, hand bags, purses, wallets, document holders, and attache cases in Class 18	Renewal due January 5, 2012. REGISTERED
ZEROLLER	United States	1977670	June 4, 1996	Camera cases and cases for video equipment in Class 9 Luggage, carrying cases for general industrial equipment sold empty in Class 18	Declaration of Use due January 10, 2012. REGISTERED Renewal due June 4, 2016.

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TRADEMARK	COUNTRY	APT. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLIBURTON	International Registration designating China	844711	February 10, 2005	Luggage and attache cases, women's handbags and purses in Class 18	REGISTERED Renewal due February 10, 2015. Awaiting examination by Chinese trademark office.
ZERO HALLIBURTON	Argentina	2564634	January 4, 2003	Goods in Class 18	REGISTERED
ZERO HALLIBURTON	Australia	546249	November 21, 1990	Metal and metal-look luggage and attache cases in Class 18	REGISTERED Renewal due November 21, 2007.
ZERO HALLIBURTON	Canada	TMA351928	February 24, 1989	Carrying cases, luggage, attache cases in Class 18	REGISTERED Next Renewal due February 24, 2019.
ZERO HALLIBURTON	France	1451211	February 23, 1988	Images; magnetic recording carriers, phonograph records; automatic distribution machines and mechanisms for coin freed apparatus; cash registers, calculating machines, equipment for data processing and computers; fire extinguishing apparatus in Class 9 Leather and imitation leather, products of these substances not included in other classes; animal skins; trunks and valises; umbrellas; parasols and walking sticks; whips and saddlery in Class 18 Portable casing and containers for implements and photographic equipment in Class 9	REGISTERED Renewal due February 23, 2008.
ZERO HALLIBURTON	Germany	1128398	October 3, 1988	Travel, hand and briefcases; sports bags; rucksacks in Class 18	REGISTERED Renewal due January 31, 2008.

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLBURTON	Hong Kong	246093	February 1, 1991	Bags and cases, trunks (luggage), briefcases, attache cases, purses (not of precious metal or coated therewith), toilet cases made of leather or imitation leather in Class 18	REGISTERED Renewal due February 1, 2012.
ZERO HALLBURTON	Italy	520092 (Registration No.) 825810 (Renewal No.) 434072	January 4, 1990 (Registered) October 4, 2000 (Renewed) June 16, 1986 (Registered)	Leather and leather imitations, articles or included in other classes made from such materials; shell, dress and suitcases, rain umbrellas, sun umbrellas and sticks; whips, harnesses and harness	REGISTERED Renewal due February 10, 2008.
ZERO HALLBURTON	Italy	(Registration No.) 699481 (Renewal No.)	December 24, 1996 (Renewed)	Cases diplomatic, cases briefcases, suitcases, cases vanity case and other cases portable, all being built in or metal predominating, safety cash boxes; cassette for transport apparatus and scientific instruments; optical, monitoring, photographic and cinematographic, containers for such apparatus and scientific instruments, electrical and electronic, containers for electronic apparatus, articles of luggage, cases diplomatic; cases briefcases, suitcases cases vanity case and other cases, all being built in or predominantly of plastic material, cabins (furniture for welcoming apparatus electronic)	REGISTERED Renewal due October 4, 2014.
DESIGN OF CASE WITH DOUBLE RIBS 	Japan	2000-48472	May 1, 2000	Luggage; attache cases; and other bags in Class 18	REFUSED, may refiled

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
HALLIBURTON	Japan	2706134	April 28, 1995	Shaving cases [not filled], pedicure sets, eyelash curlers, manicure sets in Class 8 Ear picks in Class 10 Personal ornaments [other than cuff links]; cuff links; purses and wallets of precious metal; semi-wrought precious stones and their imitations; powder compacts of precious metal in Class 14 Bags and the like, pouches and the like, vanity cases [not fitted] in Class 18 Leather, bags/pouches and the like, vanity cases [not fitted], metal bag fittings, purse clasps, umbrellas and parasols, walking sticks, canes, metal cane fittings, walking stick/cane handles, horse-riding equipment, pet accessories in Class 18 Clothing; garters; stocking suspenders; braces; waistbands; belts; footwear, masquerade costumes; special sporting/gymnastic wear; special sporting/gymnastic footwear in Class 25	REGISTERED Renewal due April 28, 2015.
ZERO HALLIBURTON (IN KATAKANA ONLY) ゼロハリバートン	Japan	3296101	April 23, 1997		REGISTERED Renewal due April 25, 2007.
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4593205	August 16, 2002		REGISTERED Renewal due August 16, 2012.
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4593206	August 16, 2002	Game machines; go game equipment (Japanese board game); shogi game equipment (Japanese chess); dice; sugoroku games (Japanese parlor); dice cups; diamond games; chess games; checkers; conjuring apparatus; dominoes; mahjong equipment; billiard equipment; toys and dolls; toys for domestic pets; sporting and gymnastic implements; wax for skin; fishing tackle in Class 28	REGISTERED Renewal due August 16, 2012.

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4621870	November 15, 2002	Ships/boats and their parts/fittings; aircrafts and their parts/fittings; railway rolling stock and their parts/fittings; motor vehicles and their parts/fittings; motorcycles and their parts/fittings; bicycles and their parts/fittings; baby carriages; wheelchairs; rickshaws; sleighs; wheelbarrows; carts; horse drawn carriages; bicycle trailers; cable transport installations for cargo handling; car-dumpers; car-pushers; car-pullers; tractors; motors (non-electric) for land vehicles (excluding their parts); machine elements for land vehicles; alternating current motors/direct current motors, for land vehicles (excluding their parts); adhesive rubber patches for repairing tubes/tires; anti-theft devices for vehicles; parachutes in Class 12	REGISTERED Renewal due November 15, 2012.
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4526488	November 30, 2001	Watches; key holders; cuff link/rings/bracelets, other brackets; precious metals; tableware and the like of precious metal; nutcrackers/pepper pots/sugar bowl/high shakers/egg cups/mapkin holders/mapkin rings/bunys; toothpick holders, all of precious metal; vases/flower bowls/boxes for needles/jewels cases/candle extinguishers/candlesticks, all of precious metal; smokers' articles of precious metal; jeweler/tough gemstones/imitations of jewelry; trophies commemorative shields in Class 14	REGISTERED Renewal due November 30, 2011.
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4537646	January 18, 2002	Cigarette lighters/cigarette cases, other smoker's articles (not of precious metal); tobacco; cigarette paper; matches in Class 34	REGISTERED Renewal due January 18, 2012.

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLIBURTON (WITH KATAKANA) ゼロホールバートン	Japan	4533258	December 28, 2001	Stationery; photo frames; papers; packaging containers of paper; food wrapping film for household use; garbage bags of paper; garbage bags of plastic; hygiene paper; dressmaking patterns; tablecloths of paper; table napkins of paper; towels of paper; hand towels of paper; paper banners; flags of paper; handkerchiefs of paper; blinds of paper; babies' diapers of paper/babies' napkins of paper; tailors' chalk; baggage labels; printed matter; calligraphy and paintings; photographs; playing cards; adhesives for stationery or household purposes; blueprinting machines; addressing machines; printers; register; making ribbons/typewriter ribbons; printing types; hectograph duplicating machines; automatic stamp applying machines; electric staplers; envelope sealing machines for offices; stamp obliterating machines; drawing instruments/drawing materials; paintbrushes; typewriters; checkwriters; mimeographs; letterpress duplicating machines; paper shredders; sealing wax; marking templates; postal frankers; rotary duplicators; indoor square and their fittings in Class 16	REGISTERED Renewal due December 28, 2011.
ZERO HALLIBURTON (WITH KATAKANA) ゼロホールバートン	Japan	4561350	April 19, 2002	computers, other electronic machines/instruments & their parts/fittings; cameras, other photographic apparatus/instruments; eye glasses, physical or chemical apparatus/instruments; measuring apparatus/instruments; electrical distributors or control machines/instruments; batteries; electric or magnetic measuring machines/instruments; electric wires/cables; cinematographic apparatus/instruments; optical apparatus/instruments; processed glass (not for building); life saving apparatus & equipment; electrical communication apparatus/instruments; records; oxidizers (ozonator); electrolyzers; rockets; machines/instruments for use in measurement	REGISTERED Renewal due April 19, 2012



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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
				<p>parts/pleasure grounds; slot machines; sports training simulators; vehicle driving simulators; rotary converters; phase modifiers; electric flat irons; electrically heated hair curlers; electric buzzers; railway signal equipment; vehicle breakdown warning triangles; luminous or mechanical road signs; fire alarms; gas alarms; gloves for protection against accidents; fire extinguishers; fire hydrants; fire hose nozzles; fire engines; fire boats; sprinkler systems for fire protection; anti-theft warning apparatus; protective helmets; fireproof clothing (clothing for protection against fire); dust masks; gas masks; magnetic cores; cigar lighters for automobiles; resistance wires; electrodes; welding masks; cinematographic films; slide films/transparencies; slide film mounts; pre-recorded video discs/tapes; gasoline station equipment; vending machines (automatic distribution machines); coin-operated gates for car parks or parking lots; cash registers; calculating scales (slide rules); coin counting and sorting machines; operation recording machines; photocopying machines; manually operated calculators; drawing or drafting machines; time stamping machines; time recorders (time recording apparatus); electric calculators; punch card machines; voting machines; billing machines; apparatus to check stamping mail; weight belts; wetsuits; inflatable swimming floats; air tanks; flinter boards; divers' apparatus; regulators; electric arc welding machines; video game apparatus for personal use; melt-cutting machines for metal works; egg-handlers; electric welding apparatus; electric automatic door openers; microscopes in Class 9</p>	

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLIBURTON	Japan	3252934	January 31, 1997	Leather, bags/pouches and the like, vanity cases (not fitted), metal bag fittings, purse clasps, umbrellas and parasols, walking sticks, canes, metal cane fittings, walking stick/cane handles, horse-riding equipment, pet accessories in Class 18 Stationery in Class 16	REGISTERED Renewal due January 31, 2007.
ZERO HALLIBURTON (STYLIZED)	Japan	4524420	November 22, 2001		REGISTERED Renewal due November 22, 2011.
ZERO HALLIBURTON	Japan	4484779	June 22, 2001	Leather, bags/pouches and the like, vanity cases (not fitted), metal bag fittings, purse clasps, umbrellas and parasols, walking sticks, canes, metal cane fittings, walking stick/cane handles, horse-riding equipment, pet accessories in Class 18	REGISTERED Renewal due June 22, 2011.
ZERO HALLIBURTON (STYLIZED)	Japan	4552293	March 15, 2002	cases for computer, physical or chemical/photographic/electromagnetic/optic al/electrical communications apparatus/instruments cellular phones in Class 9	REGISTERED Renewal due March 15, 2012.

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLIBURTON (STYLIZED) 	Japan	4660347	April 4, 2003	Ships/boats and their parts/fittings; aircraft and their parts/fittings; railway rolling stock and their parts/fittings; motor vehicles and their parts/fittings; motorcycles and their parts/fittings; bicycles and their parts/fittings; baby carriages; wheelchairs; rickshaws; sleighs; wheelbarrows; carts; horse drawn carriages; bicycle trailers; cable transport installations for cargo handling; car-dumpers; car-pullers; tractors; motors (non-electric) for land vehicles (excluding their parts); machine elements for land vehicles; alternating current motors/direct current motors, for land vehicles (excluding their parts); adhesive rubber patches for repairing tubes/tires; anti-theft devices for vehicles; parachutes in Class 12	REGISTERED Renewal due April 4, 2013.
ZERO HALLIBURTON (STYLIZED) 	Japan	4465425	April 6, 2001	Clocks and watches in Class 14	REGISTERED Renewal due April 6, 2011.
ZERO HALLIBURTON	Korea	0166819	January 19, 1989	Attache cases, pouches, Boston bags, luggage, suit cases, hand bags, trunk, opera bags, satchels in Class 18	REGISTERED Renewal due January 19, 2009.
ZERO HALLIBURTON	Mexico	412813	December 9, 1991	Caddies and equipment included in Class 18	REGISTERED
ZERO HALLIBURTON	New Zealand	221119	September 3, 1992	Luggage, handbags and attache cases in Class 18	Renewal due December 9, 2011. REGISTERED
ZERO HALLIBURTON	Saudi Arabia	251720	April 3, 1991	Luggage and attache cases in Class 18	Renewal due September 3, 2013. REGISTERED
ZERO HALLIBURTON	Singapore	1443688	March 31, 1988	Luggage, briefcases, attache cases, purses (not of precious metal or coated therewith), toilet cases in Class 18	Renewal due August 22, 2010. REGISTERED Renewal due March 31, 2015.

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TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES	STATUS NEXT DEADLINE
ZERO HALLIBURTON	Switzerland	364501	January 26, 1988	Subcases, containers, cases, cases and cases for photographic apparatus and electronic; eyeglass cases; cases for musical instruments in Classes 9 and 18	REGISTERED Renewal due January 26, 2008.
ZERO HALLIBURTON	United Kingdom	1332810	January 22, 1988	Bag, cases, incls (luggage) briefcases, attache cases, purses, toilet cases, all included in Class 18	REGISTERED Renewal due January 22, 2015.
ZERO HALLIBURTON	United Kingdom	1223275	July 21, 1984	Cases, cash boxes of metal in Class 6 Carrying cases adapted for scientific, optical, surveying, photographic and for cinematographic apparatus and instruments in Class 9 Cases, made wholly or principally of plastics in Class 18	REGISTERED Renewal due July 21, 2015.

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