TUCKER, FLYER & LEWIS
1615 L Street, N.W.
Washington, D.C. 20036
(202) 452-8600

03-26-1999

100947024

1. NAME OF CONVEYING PARTY:	2. NAME AND ADDRESS OF RECEIVING PARTY:
U.S. Bank National Association a national banking association,	Andrews Office Supply & Equipment Co. a District of Columbia corporation 8400 Ardwick Admore Road Landover, Maryland 20785
3. NATURE OF CONVEYANCE: __ Assignment __ Merger __ Security Interest __ Change of Name _X_ Other **Corrected Cover Sheet for Termination of Security Interest** 3A. EXECUTION DATE: July 17, 1998 3B. EFFECTIVE DATE: July, 17, 1998	2A. ASSIGNEE A FOREIGN ENTITY: Yes:____ No:__X__ 2B. DOMESTIC REPRESENTATIVE DESIGNATED: Yes:____ No:__X__
4A. TRADEMARK APPLICATION NOS.: Additional numbers attached?	4B. TRADEMARK REGISTRATION NO(S).: 1,824,745 – ANDREWS COFFEE AND BEVERAGE SERVICE Additional numbers attached? 9
Henry W. Leeds, Esq. Tucker, Flyer & Lewis Suite 400 1615 L Street, N.W. Washington, D.C. 20036	
6. TOTAL NUMBER OF TITLES: 10 7. TOTAL FEE: $265.00 – Check Enclosed 8. CHARGE ADDITIONAL FEES TO: DEPOSIT ACCOUNT NO. 20-1582 Our Ref: 59160.309	9. The undersigned declares to the best of his knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document. Henry W. Leeds Henry W. Leeds Date: November 18, 1998 Page 1 of 3

I hereby certify that the foregoing assignment was deposited with the U.S. Postal Services, by First Class Mail, postage prepaid, addressed to Box: Assignments/Fee, The Assistant Commissioner of Trademarks, U.S. Patent and Trademark Office, 2900 Crystal Drive, Arlington, VA 22202-3513, this 18th day of November 1998.

Andrea L. Engel

059160-00309-00154.doc

SCHEDULE A
TERMINATION OF SECURITY INTEREST IN TRADEMARKS

ANDREWS OFFICE SUPPLY & EQUIPMENT CO.

Mark	Reg. No.	Reg. Date
ANDREWS COFFEE AND BEVERAGE SERVICE	1,824,745	March 1, 1994
OLD TOWN BLEND	1,805,480	November 16, 1993
BALTIMORE SELECT	1,789,020	August 17, 1993
WASHINGTON CHOICE	1,783,579	July 20, 1993
THE OFFICE RESOURCE	1,395,109	May 27, 1986
ANDREWS Logo	1,359,633	September 10, 1985
ANDREWS	1,213,250	October 19, 1982
ANDREWS	1,209,194	September 14, 1982
ANDREWS Logo	1,202,658	July 27, 1982
ANDREWS Logo	1,202,657	July 27, 1982

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7-30-98

TUCKER, FLYER & LEWI
1615 L Street, N.W.
Washington, D.C. 20036
(202) 452-8600

03-22-1999
100941269

1. NAME OF CONVEYING PARTY:	2. NAME AND ADDRESS OF RECEIVING PARTY:
U.S. Bank National Association a national banking association,	Andrews Office Supply & Equipment Co. a District of Columbia corporation
3. NATURE OF CONVEYANCE: __ Assignment __ Merger __ Security Interest __ Change of Name _X_ Other **Termination of Security Interest** 3A. EXECUTION DATE: July 17, 1998 3B. EFFECTIVE DATE: July, 17, 1998 11-19-1998 U.S. Patent & TMOfc/TM Mail Rcpt Dt. #26	2A. ASSIGNEE A FOREIGN ENTITY: Yes:____ No:__X__ 2B. DOMESTIC REPRESENTATIVE DESIGNATED: Yes:____ No:__X__ U.S. Patent & TMOfc/TM Mail Rcpt Dt. #61 07-30-1998
4A. TRADEMARK APPLICATION NOS.: Additional numbers attached?	4B. TRADEMARK REGISTRATION NO(S).: 1,824,745 – ANDREWS COFFEE AND BEVERAGE SERVICE Additional numbers attached? 9
Henry W. Leeds, Esq. Tucker, Flyer & Lewis Suite 400 1615 L Street, N.W. Washington, D.C. 20036	
6. TOTAL NUMBER OF TITLES: 10 7. TOTAL FEE: $265.00 – Check Enclosed 8. CHARGE ADDITIONAL FEES TO: DEPOSIT ACCOUNT NO. 20-1582 Our Ref: 59160.309	9. The undersigned declares to the best of his knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document. Henry W. Leeds Date: July 28, 1998 Page 1 of 3

I hereby certify that the foregoing assignment was deposited with the U.S. Postal Services, by First Class Mail, postage prepaid, addressed to Box: Assignments/Fee, The Assistant Commissioner of Trademarks, U.S. Patent and Trademark Office, 2900 Crystal Drive, Arlington, VA 22202-3513, this 28th of July 1998.

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01 FC:481 40.00 OP
02 FC:482 200.00 OP
03 FC:998 25.00 OP

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TERMINATION OF A SECURITY INTEREST
IN SPECIFIC TRADEMARKS

WHEREAS, Andrews Office Supply & Equipment Co., a District of Columbia corporation ("Andrews"), granted a security interest in certain of its trademarks and trademark registration, which are listed on the attached Schedule A, in favor of U.S. Bank National Association, formerly known as First Bank National Association, a national banking association ("Assignee"), for itself and as agent for the Lenders to that certain Credit Agreement between Andrews, Assignee and the Lenders dated June 26, 1995; and

WHEREAS, Assignee filed its notice of a security interest in the trademark registers of the U.S. Patent and Trademark Office at Reel 1391, Frames 88-95 on September 25, 1995 to evidence Andrews' assignment to Assignee of its rights with respect to the trademarks listed on the attached Schedule A.

NOW, THEREFORE, Assignee hereby terminates any and all rights it has or may have in the trademark registrations of Andrews, including, without limitation, the trademarks and trademark registrations listed on the filing with the U.S. Patent and Trademark Office at Reel 1391, Frames 88-95 on September 25, 1995.

Dated this 17th day of July, 1998

U.S. BANK NATIONAL ASSOCIATION

By: William C. Phelps
Name: William C. Phelps
Title: Vice President