

02-10-2000



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MRS
11-2-99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other Release of Security Interest
Reel 1910 Frame 0005

Conveying Party

- Mark if additional names of conveying parties attached
- Name Heller Financial Inc. Execution Date
Month Day Year 5 18 99
- Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

- Mark if additional names of receiving parties attached

- Name Skillmaster Staffing Services Inc.
- DBA/AKA/TA 5353 W. Alabama
- Composed of Houston, Tx 77056
- Address (line 1)
- Address (line 2)
- Address (line 3)
City State/Country Zip Code
- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

11/03/1999 DNGUYEN 00000161 2160576

FOR OFFICE USE ONLY

01 FC:481 (40.00 OP)
02 FC:482 (25.00 OP)

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

RETURN TO
FEDERAL RESEARCH CORP.
400 SEVENTH STREET NW
SUITE 101
WASHINGTON DC 20004

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

DENEEN SANDERS

October 28, 1999

Name of Person Signing

Signature

Date Signed

RELEASE

This Release granted on this 18th day of October 1999, by HELLER FINANCIAL, INC., as Agent ("Agent") to Skillmaster, Inc., a Texas corporation, ("Grantor"), as follows:

WITNESSETH

WHEREAS, the Grantor has heretofore granted to the Agent a Security Interest in certain U.S. trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses (the "Marks") more particularly set forth on Schedule I attached hereto to secure the Obligations of the Grantor as defined in the Trademark Security Agreement between the parties dated May 11, 1998 (the "Trademark Security Agreement"); and

WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Grantor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule I hereto.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby releases, discharges, quit claims and relinquishes unto the Grantor any and all right, title and interest in and to the Marks, and more particularly the security interest in the trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses set forth on Schedule I hereto granted to the Agent by the Grantor by the Trademark Security Agreement.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

Dated: October 18, 1999

HELLER FINANCIAL, INC., as Agent

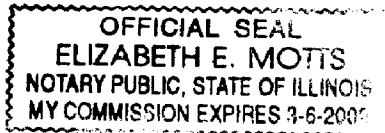
[SEAL]

By: *Barry S. O'Neill*
Name: Barry S. O'Neill
Title: Senior Vice President

State of Illinois)
) ss.
County of Cook)

On this 18th day of October, 1999, before me personally appeared Barry S. O'Neill to me known who, being by me duly sworn, did depose and say that he is a Senior Vice President of Heller Financial, Inc., described herein and which executed the foregoing instrument and that he signed his name thereto pursuant to the authority granted by Heller Financial, Inc.

Elizabeth E. Motts
Notary Public
My Commission Expires: March 6, 2002



SCHEDULE I
TRADEMARK SECURITY AGREEMENT

SKILLMASTER, INC.

Reel/Frame: 1910/0005
Recordation: May 18, 1999

U.S. TRADEMARKS

<u>Name</u>	<u>Registration No.</u>	<u>Registration Date</u>
Redefining the Workplace (words only)	2160576	May 26, 1998
Skillmaster, Inc. (words only)	2123601	December 23, 1997