TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Canadian Imperial Bank of Commerce		01/20/2004	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	American Buildings Company
Street Address:	1220 Old Alpharetta Road
City:	Alpharetta
State/Country:	GEORGIA
Postal Code:	30005
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	78082682	TALON
Registration Number:	2412067	SS&C

CH $65.00 78082682

CORRESPONDENCE DATA

Fax Number: (212)878-8375
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2128788300
Email: trademark.group@cliffordchance.com
Correspondent Name: Melissa Scanzillo
Address Line 1: 200 Park Avenue
Address Line 4: New York, NEW YORK 10166-0153

ATTORNEY DOCKET NUMBER:	6455-21
NAME OF SUBMITTER:	Melissa Scanzillo

Total Attachments: 8
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EXECUTION COPY

RELEASE OF SECURITY INTEREST (TRADEMARKS)

THIS RELEASE OF SECURITY INTEREST (this "Release"), dated as of January 20, 2004, is made in favor of the Grantors listed on Schedule I (individually, a "Grantor" and collectively, the "Grantors"), by CANADIAN IMPERIAL BANK OF COMMERCE, as administrative agent (in such capacity, the "U.S. Administrative Agent") for the U.S. banks and other financial institutions (the "U.S. Lenders") from time to time parties to the Credit Agreement (as defined below) and as administrative agent (in such capacity, the "Canadian Administrative Agent" and together with the U.S. Administrative Agent, the "Administrative Agent") for the Canadian banks and other financial institutions (the "Canadian Lenders" and, together with the U.S. Lenders, the "Lenders") from time to time parties to the Second Amended and Restated Credit Agreement, dated as of March 10, 2000 (as such may be amended, amended and restated, supplemented or otherwise modified, renewed or replaced from time to time, the "Credit Agreement") among MAGNATRAX CORPORATION, a Delaware corporation ("Holdings"), AMERICAN BUILDINGS COMPANY, a Delaware corporation (the "U.S. Borrower"), ONEX ABCO LIMITED PARTNERSHIP, a Nevada limited partnership (the "Tranche B Borrower"), VICWEST CORPORATION, a corporation organized under the laws of the Province of Ontario (the "Canadian Borrower"), the Lenders, the U.S. Administrative Agent and the Canadian Administrative Agent.

WHEREAS, the Grantors have made and entered into that certain Second Amended and Restated Guarantee and Collateral Agreement, dated as of March 10, 2000 (as such may be amended, amended and restated, supplemented or otherwise modified, renewed or replaced from time to time, the "U.S. Guarantee and Collateral Agreement"), in favor of the Administrative Agent, for the ratable benefit of the Lenders, pursuant to which the Grantors have guaranteed the Guarantor Obligations and have granted to the Administrative Agent, for the ratable benefit of the Lenders, a security interest in the Collateral as security for the Grantors' Obligations;

WHEREAS, pursuant to the U.S. Guarantee and Collateral Agreement, the Grantors have granted, pledged, assigned and hypothecated to the Administrative Agent, for the ratable benefit of the Lenders, a continuing security interest in all right, title and interest of the Grantors in and to, among other things, the Collateral;

WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of January 29, 2003 (the "IP Security Agreement"), by the Grantors in favor of the Administrative Agent, the Grantors have granted to the Administrative Agent, for the ratable benefit of the Lenders, a continuing security interest in all right, title and interest of the Grantors to the Trademark Collateral (as such term is defined in the IP Security Agreement) identified in Exhibit A attached hereto (the "Intellectual Property Assets"), which security interest and liens were recorded in the U.S. Patent and Trademark Office on March 24, 2003 as Reel/Frame No. 2700/0879; and

WHEREAS, the capitalized terms used herein and not otherwise defined herein or where no definition is referenced shall have the meanings ascribed to them in the U.S. Guarantee and Collateral Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, the Administrative Agent agrees as follows:

1. Release. The Administrative Agent hereby releases and discharges its security interest in and lien upon the Intellectual Property Assets.

TRADEMARK
REEL: 002782 FRAME: 0621

2. Further Assurances. The Administrative Agent acknowledges and agrees to execute and deliver all such other documents and statements reasonably requested by the Grantors to further evidence or effect the release set forth in Section 1 above.

3. **GOVERNING LAW. THIS RELEASE SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK, EXCLUDING ANY CONFLICTS-OF-LAWS RULES THAT WOULD OTHERWISE CAUSE THE LAWS OF ANY OTHER JURISDICTION TO APPLY.**

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IN WITNESS WHEREOF, the undersigned has caused this Release to be executed by its duly authorized representative as of the date first above written.

CANADIAN IMPERIAL BANK OF COMMERCE, as Administrative Agent

By:_____
Name: Ronald E. Spitzer
Title: Authorized Signatory

By:_____
Name: Charles D. Mulkeen
Title: Authorized Signatory

Schedule I

Schedule of Grantors

MAGNATRAX CORPORATION
AMERICAN BUILDINGS COMPANY
ONEX ABCO LIMITED PARTNERSHIP
AMERICAN BUILDINGS COMPANY INTERNATIONAL, INC.
AMT/BEAMAN CORPORATION
ASSOCIATED BUILDING SYSTEMS, INC.
BLACK RAVEN ENTERPRISES LLC
JANNOCK, INC.
JANNOCK U.S.B.G., INC.
JANNOCK VINYL GROUP, INC.
JENISYS ENGINEERED PRODUCTS, INC.
MAGNATRAN CORPORATION
MAGNATRAN LOGISTICS, INC.
MAGNATRAX FINANCE CO.
REPUBLIC BUILDERS PRODUCTS COMPANY
RESCOM OVERHEAD DOORS, INC.
SMITH DOOR DISTRIBUTING INC.
U.S. WESTEEL, INC.
WINDSOR DOOR, INC.

EXHIBIT A
TO
RELEASE OF SECURITY INTEREST

SCHEDULE OF INTELLECTUAL PROPERTY ASSETS

TRADEMARKS

1. Grantor: Windsor Door, Inc.

Jurisdiction	Application No./ Registration No.	Issue/File/ Registration Date	Mark
United States	Registration No. 1,257,389	Issued: 11/15/1983	WINDSOR
United States	Registration No. 1,774,592	Issued: 06/01/1993	W and Design
United States	Application No. 76/196,992 Registration No. 2,500,451	Registered: 10/23/2001	STOR-A-DOOR
United States	Application No. 76/390,826	Filed: 4/4/2002	WINDSOR DOOR DESIGNER
Mexico	Registration No. 479155	Issued: 11/11/1994	W and Design
Mexico	Application No. 162250 (Class 6)	Filed: 03/05/1993	WINDSOR
Spain	Registration No. 1,774,712 (Class 19)	Issued: 03/05/1996	W WINDSOR DOOR
Spain	Registration No. 1,774,711	Issued: 03/05/1996	W WINDSOR DOOR
France	Registration No. 93489311	Issued: 10/25/1993	WINDSOR
Germany	Registration No. 2,065,913	Issued: 05/27/1994	WINDSOR
Portugal	Application No. 14,858 (Class 19)	Issued: 05/18/1995	WINDSOR
Portugal	Application No. 14,857 in Class 6	Issued: 05/18/1995	WINDSOR and Design
Canada	Application No. 811,771 Registration No. TMA0495253	Filed: 05/03/1996 Registered: 05/27/98	WINDSOR
Portugal	Registration No. 293,659	Registered:	Windsor (Cl. 19)

Jurisdiction	Application No./ Registration No.	Issue/File/ Registration Date	Mark
		10/25/94	
Portugal	Registration No. 293,660	Registered: 10/25/94	Windsor (Class 6)

2. Grantor: Associated Building Systems, Inc.

Jurisdiction	Application No./ Registration No.	Issue/File/ Registration Date	Mark
United States	Registration No. 2,313,832	Registered: 2/1/2000	RAS and Design
United States	Registration No. 1,463,272	Registered: 11/03/1987	GULF STATES and Design
United States	Registration No. 1,702,824	Registered: 07/28/1992	GULF STATES and Design
United States	Registration No. 1,863,468	Registered: 11/22/1994	KIRBYLOK2000 and Design
United States	Registration No. 1,863,469	Registered: 11/22/1994	KIRBYLOK2000

3. Grantor: Magnatrax Corporation

Jurisdiction	Application No./ Registration No.	Issue/File/ Registration Date	Mark
United States	Application No. 76/187,509	Filed: 12/28/2000	MAGNATRAX
United States	Application No. 76/187,508	Filed: 12/28/2000	MAGNATRAX CORPORATION (stylized)
United States	Application No. 76/187,507	Filed: 12/28/2000	MAGNATRAN CORPORATION (stylized)
United States	Application No. 76/187,506	Filed: 12/28/2000	MAGNATRAN
United States	Application No. 76/187,505	Filed: 12/28/2000	MAGNATRAN LOGISTICS
Canada	Application No. 1,059,283	Filed 5/17/2000	MAGNATRAN

			LOGISTICS
Canada	Application No. 1,059,278	Filed 5/17/2000	MAGNATRAX
Canada	Application No. 1,059,277	Filed 5/17/2000	MAGNATRAX CORPORATION & DESIGN
Canada	Application No. 1,059,276	Filed 5/17/2000	MAGNATRAN CORPORATION & DESIGN
Canada	Application No. 1,059,275	Filed 5/17/2000	MAGNATRAN

4. Grantor: American Buildings Company

Jurisdiction	Application No./ Registration No.	Issue/File/ Registration Date	Mark
United States	Application No. 78/082,682	Filed: 9/5/2001	TALON
United States	Application No. 75/747,458 Registration No. 2,412,067	Filed: 7/6/1999 Registered: 12/12/2000	SS&C

5. Grantor: Jenisys Engineered Products, Inc.

Jurisdiction	Application No./ Registration No.	Issue/File/ Registration Date	Mark
United States	Application No. 76/351,718 Registration No. 2,649,216	Filed: 12/21/2001 Registered: 11/12/2002	VICWEST
United States	Application No. 76/351,716 Registration No. 2,649,215	Filed: 12/21/2001 Registered: 11/12/2002	VICWEST & design
United States	Application No. 75/027,008 Registration No. 2,068,742	Filed: 12/4/1995 Registered: 06/10/1997	ULTRA-LOC
United States	Application No. 74/088,862 Registration No. 1,669,134	Filed: 08/17/1990 Registered: 12/24/1991	VICWEST STEEL U.S. OPERATIONS VW
Canada	Application Serial No. 1,012,873	Filed: 04/22/1999	JENISYS

Grantor: American Buildings Company

Tradenames:

a) Republic Door
b) Smith Door
c) American Buildings Company
d) Polymer Coil Coaters
e) ABC Brokerage Co.
f) American Buildings Storage Systems & Components
g) American Buildings Roofing & Architectural Products
h) American Buildings Company Heavy Fabrication Division
i) American Modular Technologies
j) American Residential and Light Gage Framing
k) Windsor Door

Grantor: Republic Builders Products Company
Domain Name: republicdoor.com

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