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TRADEMARK OFFICE

COVER SHEET

TRADEMARKS ONLY

8/25/99

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name and address of conveying party:

Republic Engineered Steels, Inc.
3770 Embassy Parkway
Akron, OH 44333

A Delaware corporation.

2. Name and address of receiving party:

BankBoston, N.A., as Agent
100 Federal Street
Boston, MA 02110

A national banking association

3. Nature of conveyance: Termination and Release of Security Interests in Certain Trademarks attached hereto as Exhibit 1.

Execution date: August 13, 1999

4. Application numbers and registration numbers:

A. Trademark registration numbers:

See Schedule A of the Termination and Release of Security Interests in Certain Trademarks.

B. Trademark application numbers:

See Schedule A of the Termination and Release of Security Interests in Certain Trademarks.

5. Name and address of party to whom correspondence concerning document should be mailed:

08/26/1999 MTHAI1 00000109 800328

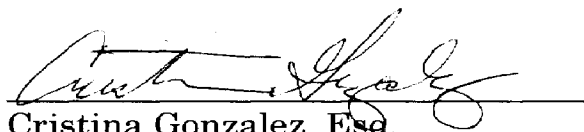
01 FC:481 40.00 OP
02 FC:482 425.00 OP

BUSDOCS:771853.1

Cristina E. Gonzalez, Esq.
Bingham Dana LLP
150 Federal Street
Boston, Massachusetts 02110

6. Total number of applications and registrations involved: 18
7. Total fee enclosed: \$465.00
8. Deposit account number: Not applicable
9. 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.



Cristina Gonzalez, Esq.

August 24, 1999

Total number of pages submitted (including cover sheet and any attached Schedules, and conveyance document and any attached Schedules): 6

Mail documents to be recorded with required cover sheet information to:

United States Patent and Trademark Office
Office of Public Records
Crystal Gateway 4
Room 335
Washington, D.C. 20231

SCHEDULE A

TRADEMARKS

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Century Series	880,328	11/11/69
DPSA	Status Unknown	
HP 9-4	875,008	8/19/69
Line-Free	1,229,261	3/8/83
MA Series	Status Unknown	
Multibiz	Status Unknown	
Mutlicut	772,111	6/30/64
Multiform	1,351,299	7/30/85
Tuff-Line	1,240,859	6/7/83
X-80-W	Status Unknown	
Vancraft	Status Unknown	
Republic Steel	1,071,756	8/23/77
Jalloy	1,597,154	5/22/90
IMP	1,597,155	5/22/90
Republic Engineerd Steels	1,638,874	3/26/91
Cast- Roll	74/633754	5/22/95
Cast-Roll + Logo	74/678211	5/22/95
C-R	2,046,480	3/18/97

**TERMINATION AND RELEASE
OF SECURITY INTERESTS
IN CERTAIN TRADEMARKS**

TERMINATION AND RELEASE OF SECURITY INTERESTS IN CERTAIN TRADEMARKS ("Release"), dated as of August 13, 1999, by **BANKBOSTON, N.A., f/k/a THE FIRST NATIONAL BANK OF BOSTON**, a national banking association, as Agent for itself and the other lenders (the "Banks") party to the Second Amended and Restated Revolving Credit Agreement, dated as of April 25, 1997, among Republic Engineered Steels, Inc. (the "Company") the Agent and the Banks.

WHEREAS, pursuant to the terms of a **TRADEMARK COLLATERAL ASSIGNMENT AGREEMENT**, dated as of November 28, 1989, (the "Trademark Agreement"), as amended, by and between the Company and the Agent, the Company granted to the Agent, for the benefit of the Agent and the Banks, a security interest in and lien on, and collaterally assigned to the Agent, for the benefit of the Agent and the Banks, all of its trademarks, service marks, trademark and service mark registrations, and trademark and service mark registration applications listed on Schedule A attached hereto (the "Trademark Collateral").

WHEREAS, the Trademark Agreement was recorded with the United States Patent and Trademark Office on or about December 1, 1989 at Reel 0679, Frame 0752, amended by the First Amendment to Trademark collateral Assignment Agreement dated as of December 21, 1993, which was recorded with the PTO on or about December 27, 1993 at Reel 1081, Frame 0257, amended by the Second Amendment to Trademark Collateral Assignment Agreement dated as of April 25, 1997, which was recorded with the PTO on or about August 18, 1997 at Reel 1643, Frame 0524.

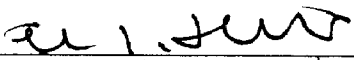
WHEREAS, the Agent has agreed to terminate and release its security interest and all of its right, title and interest in the Trademark Collateral as herein provided;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Bank and the Company hereby agree as follows:

1. **Release and Assignment.** The Agent hereby terminates and releases its security interest in and lien on, and assigns to the Company all of the Agent's right, title and interest in and to the Trademark Collateral and the related trademark registrations and goodwill, effective as of the date set forth above.
2. **Acknowledgment and Acceptance.** The Company hereby acknowledges and accepts the foregoing release and assignment by the Agent.
3. **Counterparts.** This Release may be executed in any number of counterparts which shall together constitute one and the same agreement.

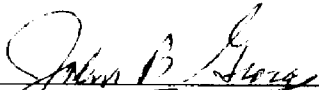
IN WITNESS WHEREOF, the Agent and the Company have executed this Release, to take effect as of the date first set forth above.

BANKBOSTON, N.A., as Agent

By: 
Name: Ellen C. Heath
Title: Managing Director

Accepted:


REPUBLIC ENGINEERED STEELS, INC.

By: 
Name: John B. George
Title: Vice President, Treasurer & Secretary

CERTIFICATE OF ACKNOWLEDGMENT

STATE NEW YORK
COMMONWEALTH OF MASSACHUSETTS)
)ss.
COUNTY OF SUFFOLK NEW YORK)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 13th day of August, 1999, personally appeared Ellen L Heath to me known personally, and who, being by me duly sworn, deposes and says that she is a Man. Director of BankBoston, N.A. and that said instrument was signed and sealed on behalf of said bank by authority of its governing body, and said officer acknowledged said bank by authority of its governing body, and said instrument to be the free act and deed of said bank.

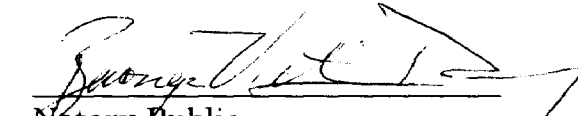

Notary Public
My Commission Expires:

BAO NGOC VICTORIA DANG
NOTARY PUBLIC, State of New York
No. 01DA5087473
Qualified in New York County
Commission Expires Nov. 3, 1999

CERTIFICATE OF ACKNOWLEDGMENT

STATE
COMMONWEALTH OF NEW YORK)
)ss.
COUNTY OF NEW YORK)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 13th day of Aug., 1999, personally appeared John B. George to me known personally, and who, being by me duly sworn, deposes and says that he is a VP of Republic Engineered Steels, Inc. and that said instrument was signed and sealed on behalf of each of said corporation by authority of its Board of Directors, and said officer acknowledged said instrument to be the free act and deed of each of said corporations.


Notary Public
My Commission Expires:

BAO NGOC VICTORIA DANG
NOTARY PUBLIC, State of New York
No. 01DA5087473
Qualified in New York County
Commission Expires Nov. 3, 1999