

12-08-2004



102822194

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)/Execution Date(s):

Congress Financial Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Execution Date(s) December 2, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: J.B. Poindexter & Co., Inc.

Internal

Address:

Street Address: 1100 Louisiana Street, Suite 5400

City: Houston

State: TX

Country: USA Zip: 77002

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

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)

See Attached Schedule A

B. Trademark Registration No.(s)

See Attached Schedule A

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: Kristin Brozovic

Internal Address:

Street Address: c/o Latham & Watkins LLP
233 S. Wacker Dr., Suite 5800

City: Chicago

State: IL Zip: 60606

Phone Number:

Fax Number:

Email Address:

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 290.00

- 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 _____

Authorized User Name _____

9. Signature: Kristin Brozovic

Signature

12/3/04

Date

Kristin Brozovic

Name of Person Signing

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

4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

12/08/2004 GT0M11 00000068 1564342

01 FC:8521
02 FC:8522
03 FC:8523

40.00 DP
250.00 DP
120.00 DP

SCHEDULE A
TO
RELEASE OF SECURITY INTERESTS IN TRADEMARKS AND LICENSES

List of Trademarks and Trademark Applications

<u>Trademark Description</u>	<u>U.S. Serial/Registration No.</u>	<u>Date Registered</u>
AMERICA IS PUTTING US ON	1,564,342	November 7, 1989
DESIGN ONLY	1,390,705	April 22, 1986
LEER	1,001,017	January 7, 1975
LEER and Design	1,102,069	September 12, 1978
CHALLENGER	1384188	February 25, 1986
MACHO	1384190	February 25, 1986
GENTRY	1385159	March 4, 1986
SPIRIT	1384189	February 25, 1986
THE KING OF CAPS	1228522	February 22, 1983
GEM TOP	733332	June 26, 1962
GEM SPORT	856392	September 10, 1968

332742.1

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CHN673138.1

TRADEMARK
REEL: 002987 FRAME: 0493

RELEASE OF SECURITY INTEREST IN TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS, that CONGRESS FINANCIAL CORPORATION, a Delaware corporation (hereinafter referred to as "Secured Party"), having an office at 1133 Avenue of the Americas, New York 10036, DOES HEREBY CERTIFY that the security interest it holds in those certain trademarks, as set forth in Schedule "A" attached hereto and incorporated herein (the "Trademarks"), together with the goodwill associated therewith, of J.B. Poindexter & Co., Inc., a Delaware corporation (hereinafter referred to as "Debtor"), having a place of business at 1100 Louisiana Street, Suite 5400, Houston, Texas 77002 pursuant to a certain Trademark Collateral Assignment and Security Agreement, dated July 29, 1996, by Debtor in favor of Secured Party, recorded in the United States Patent and Patent Office on March 10, 1998, at Reel 1702, Frame 900 (the "Security Agreement"), is released and all interests in the Trademarks, and any related property, including goodwill, previously pledged to Secured Party under the Security Agreement are hereby released to Debtor, without representation, warranty or recourse of any kind, nature or description.

IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks to be executed by its duly authorized corporate officer this 2 day of December, 2004.

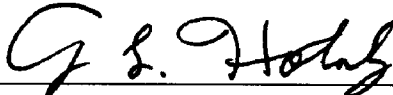
CONGRESS FINANCIAL CORPORATION

By: Jesse K Jacob

Title: Vice President

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

On the 2 day of December, 2004, before me personally came Terese K. Jacob, to me known, who being by me duly sworn, did depose and say, that ~~he~~/she is the Vice President of CONGRESS FINANCIAL CORPORATION and that said instrument was signed on behalf of such corporation by authority of its Board of Directors, and ~~he~~/she acknowledged said instrument to be the free act of deed of said corporation.



Notary Public

AMY HOTALING
NOTARY PUBLIC, State of New York
#4862068 Qualified in New York County
Commission Expires June 23, 2006

SCHEDULE A
TO
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RECORDED: 12/07/2004

TRADEMARK
REEL: 002987 FRAME: 0496