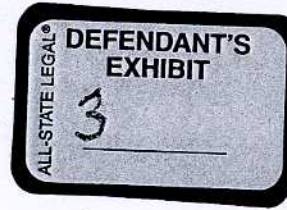




15 W. South Temple, Ste. 300  
Salt Lake City, Utah 84101  
801 526 8300  
800 636 5281  
FAX 801 521 6466  
FAX 801 363 8611

January 25, 2000



Cap City Products  
Attn: Joe Conte  
125 Sanford Ave  
Kearney, NJ 07032

Dear Mr. Conte:

The following is the amount necessary to fully pay off all of the loan and obligations to Cap City Products.

Loan number: 9000004795

PRINCIPAL BALANCE:	\$934,935.26
PRE-PAYMENT PENALTY:	\$18,698.71 (Waived if paid by January 26, 2000)
REMAINING INTEREST:	\$16,107.84
TOTAL PAYOFF DUE:	\$951,043.10
Per Diem Interest:	\$188.40

Funds to pay off said loan should be wire transferred to:

Merrill NJ  
ABA# 021206469  
For the account of Merrill Lynch Bank USA, Salt Lake City, UT  
Account#62020  
FCT Cap City Products  
Loan Number: 9000004795

Upon receipt of the above referenced wire transfer, Account 88A-23063 will be released as a Merrill Lynch Pledge Collateral Account.

Very truly yours,

Frank K. Stepan, Jr. AVP, C.F.M.  
Manager Banking Services  
Merrill Lynch Bank USA

TOTAL P. 2

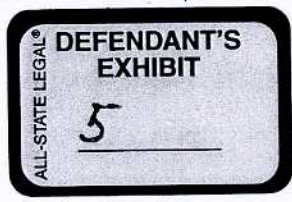
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*ML Loan Admin*

Merrill Lynch Bank USA  
15 W. South Temple, Ste. 300  
Salt Lake City, Utah 84101  
801 526 8300  
800 635 5281  
FAX 801 521 6466  
FAX-801 363 8611



February 28, 2000

Cap City Products  
Attn: Ann Marie Conte  
125 Sanford Ave.  
Kearny, NJ 07032



**Re: Portfolio Reserve Based Loan 9000004795**

Dear Ann Marie Conte:

This letter is to advise you that Merrill Lynch Bank USA has received the final Periodic Payment and the Outstanding Principal associated with Portfolio Reserve Based Loan 9000004795.

<b>Outstanding Principal</b>	<b>\$934,935.26</b>	
<b>Periodic Payment</b>	<b>\$16,107.84</b>	<b>(January 25, 2000)</b>
<b>Total Amount Received</b>	<b>\$352,536.09</b>	

Assets, which were currently pledged and held in your Merrill Lynch CMA Account 88A-23063 have been released and all indebtedness to Merrill Lynch Bank USA is considered void.

We have appreciated the opportunity to serve you and provide you assistance in meeting your financial needs.

Respectfully yours,

*Denise Koyle*  
Denise Koyle  
Loan Administration  
Merrill Lynch Bank USA

CC: Bob D'Andria - Financial Consultant  
File