

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

06-08-1998

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK



100731133

5/19/98

### 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  
Effective Date  
Month Day Year \_\_\_\_\_
- Merger
- Change of Name
- Other \_\_\_\_\_

#### Conveying Party

Mark if additional names of conveying parties attached

Name Primesource Building Products, Inc.

Execution Date  
Month Day Year  
03261998

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

#### Receiving Party

Mark if additional names of receiving parties attached

Name Itochu International Acquisition Corporation

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 660 White Plains Road

Address (line 2) \_\_\_\_\_

Address (line 3) Tarrytown

NY

10591

- Individual  General Partnership  Limited Partnership

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

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.)

#### FOR OFFICE USE ONLY

06/04/1998 JSHADAZZ 00000167 74726333

01 FC:481  
02 FC:482

40.00 OP  
175.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231/7

**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)

**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)		
<input type="text" value="74726333"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="907843"/>	<input type="text" value="1917594"/>	<input type="text"/>
<input type="text" value="75421873"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1703953"/>	<input type="text" value="1925471"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1912988"/>	<input type="text" value="1936855"/>	<input type="text"/>

**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.

George M. Borababy  
Name of Person Signing

  
Signature

5/19/98  
Date Signed

## TRADEMARK ASSIGNMENT

WHEREAS, PRIMESOURCE BUILDING PRODUCTS INC., a Delaware corporation, having its principal offices at 1800 John Connally Drive, Carrollton, Texas, has adopted, used, and is using in the United States the trademarks listed in Schedules A and B attached hereto and is the owner of the trademarks and the U.S. Trademark Registrations and Applications thereof shown in said Schedules, as well as any common law rights to those marks (hereinafter "the Marks"); and

WHEREAS, ITOCHU INTERNATIONAL ACQUISITION CORPORATION, a Delaware corporation, having its principal offices at 660 White Plains Road, Tarrytown, New York, is desirous of acquiring said trademarks and the federal registrations and applications therefor,

NOW, THEREFORE, PRIMESOURCE BUILDING PRODUCTS INC. warrants as follows:

1. PRIMESOURCE BUILDING PRODUCTS INC. is the owner of the Marks as well as the U.S. Trademark Registrations and Applications set forth in Schedules A and B attached hereto; that said U.S. Trademark Registrations and Applications are currently valid; that it has used the Marks since the dates of first use recited in the U.S. Trademark Registrations and Applications and that such use has not been abandoned; and that there is no challenge to the ownership that is pending and not resolved.
2. PRIMESOURCE BUILDING PRODUCTS INC. warrants that no license, security interest or other encumbrance is presently outstanding in favor of any third party with respect to any of its rights in the Marks or the U.S. Trademark Registrations and Application listed in Schedules A and B attached hereto except for a security interest held by Congress Financial Corporation, a Texas Corporation, having its principal offices at 1201 Main Street, Suite 1626, Dallas Texas, ("Congress") in all of the U.S. Trademark Registrations and the U.S. Trademark Application listed in Schedule A.
3. In consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, PRIMESOURCE BUILDING PRODUCTS INC. hereby assigns to ITOCHU INTERNATIONAL ACQUISITION CORPORATION all right, title and interest in the United States in and to the trademarks and said registrations and applications therefor as set forth in Schedules A and B attached hereto, together with the goodwill of the business symbolized by said trademarks and said registrations and applications to register said trademarks and any other rights held by PRIMESOURCE BUILDING PRODUCTS, INC. in respect thereof.

4. ITOCHU INTERNATIONAL ACQUISITION CORP. is the successor to the business of PRIMESOURCE BUILDING PRODUCTS, INC. to which the marks pertain.

5. PRIMESOURCE BUILDING PRODUCTS INC. further assigns to ITOCHU INTERNATIONAL ACQUISITION CORPORATION all rights to damages or profits, due or accrued, arising out of past infringement of the Marks or injury to the goodwill connected with the use of the Marks.

6. PRIMESOURCE BUILDING PRODUCTS INC. agrees to provide any documentation or assistance that ITOCHU INTERNATIONAL ACQUISITION CORPORATION may reasonably request in securing and perfecting the rights to be transferred pursuant to this Agreement.

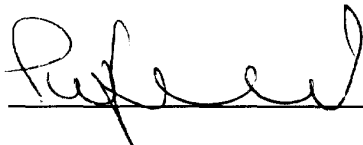
7. This Trademark Assignment shall be deemed effective as of the date hereof.

The Commissioner of Patents and Trademarks is requested to issue any Certificates of Registration for the marks set forth in Schedules A and B attached hereto to said assignee, ITOCHU INTERNATIONAL ACQUISITION CORPORATION.

Signed at New York, NY, this 26th day of March 1998

**PRIMESOURCE BUILDING**

**PRODUCTS INC.**

By: 

Name: Paul W. Hylbert

Title: President

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

On this 26<sup>th</sup> day of March, 1998, before me came Paul W. Hylbert, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of said corporation with full authority to do so.

  
\_\_\_\_\_  
Notary Public

107866.2

**FRANCINE TAMA**  
NOTARY PUBLIC, State of New York  
No. 31-4658473  
Qualified in New York County  
Commission Expires April 30, 1999

TRADEMARK  
REEL: 1736 FRAME: 0120

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Status</u>
GRIP-RITE	907,843	February 16, 1971	Registered
PRIMESOURCE	1,703,953	July 28, 1992	Registered
GRIP-RITE COLLATED FASTENERS (AND DESIGN)	1,912,988	August 22, 1995	Registered
GRIP-RITE	1,917,594	September 12, 1995	Registered
PRIMEKOTE	1,925,471	October 10, 1995	Registered
PRIMEGUARD	1,936,855	November 21, 1995	Registered
<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>	
PRIMESOURCE BUILDING PRODUCTS, INC.	74/726,333	September 6, 1995	Pending

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**SCHEDULE B**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Status</u>
SEQUOIA SUPPLY SS (STYLIZED LETTERS)	75/421,873	January 16, 1998	Pending

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