



To the Honorable Commissioner of Patent

101034998

original documents or copy thereof.

1. Name of conveying party(ies):

DENALI INCORPORATED (SUCCESSOR BY  
MERGER TO FLUID CONTAINMENT  
PROPERTY, INC.)

**MD-5-3-99**

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

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other MEMORANDUM OF SECURITY

INTEREST IN TRADEMARKS

Execution Date: January 12, 1999

2. Name and address of receiving party(ies)

CANADIAN IMPERIAL BANK OF  
Name: COMMERCE, as Administrative  
Agent

Internal Address:

Street Address: 425 LEXINGTON AVENUE

City: NEW YORK State: NY ZIP: 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other New York Banking Association

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)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/252,168; 75/516,671; 75/573,855;  
75/573,856

B. Trademark Registration No.(s)

SEE ATTACHED

Additional numbers attached?  Yes  No

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

Name: CADWALADER, WICKERSHAM & TAFT

Internal Address: RAYNARD D. HOOD

LEGAL ASSISTANT

SUITE 2400

Street Address: 227 WEST TRADE STREET

City: CHARLOTTE State: NC ZIP: 28202

12/1999 DNGUYEN 00000104 75252168

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.41).....\$ 365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

FC:481  
FC:482

40.00 OP  
325.00 OP

DO NOT USE THIS SPACE

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.

LORI POTTS

Name of Person Signing

Signature

4/26/99

Date

Total number of pages including cover sheet, attachments, and document: 5

**TRADEMARKS**

<b><u>Serial No. or Registration No.</u></b>	<b><u>Issue or File Date (Renewal Date, if Applicable)</u></b>	<b><u>Mark</u></b>
1,693,060		Hydroguard (TM)
1,965,512		Retank (SM)
2,011,886		Fluid Containment Logo (TM)
2,013,369		Fluid Containment Logo (TM)
2,018,762		Fluid Containment Logo (SM)
2,021,706		Fluid Containment (SM)
2,021,948		Fluid Containment (TM)
2,029,725		Fluid Containment (TM)
2,023,010		Fluid Containment (TM)
2,074,300		Fluid Containment (TM)

**TRADEMARK LICENSES**

<b><u>Serial No. or Registration No.</u></b>	<b><u>Owner</u></b>	<b><u>Issue or File Date (Renewal Date, If Applicable)</u></b>	<b><u>Mark</u></b>
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**TRADEMARK APPLICATIONS**

<b><u>Serial Number</u></b>	<b><u>Filing Date</u></b>	<b><u>Mark</u></b>
No serial no. Assigned	10/20/98	We Worry About the Big Picture So You Don't Have To
No serial no. Assigned	10/20/98	Solution Systems For Containing Critical Fluids
75/252,168	7/24/98	Containment Solutions
75/516,671	7/10/98	Flowtite

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<b><u>Serial No. or Registration No.</u></b>	<b><u>Issue or File Date (Renewal Date, if Applicable)</u></b>	<b><u>Mark</u></b>
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2,023,010		Fluid Containment (TM)
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**TRADEMARK LICENSES**

<b><u>Serial No. or Registration No.</u></b>	<b><u>Owner</u></b>	<b><u>Issue or File Date (Renewal Date, If Applicable)</u></b>	<b><u>Mark</u></b>
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**MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS**

United States Department of Commerce  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231


Ladies and Gentlemen:

Pursuant to a Security Agreement, dated as of January 12, 1999 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), DENALI INCORPORATED (SUCCESSOR BY MERGER TO FLUID CONTAINMENT PROPERTY, INC.), a Delaware corporation (the "Assignor"), has granted to CANADIAN IMPERIAL BANK OF COMMERCE, as administrative agent for certain lenders, as Assignee (the "Assignee") a continuing security interest in, and a continuing lien upon, the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: January 12, 1999


Very truly yours,

DENALI INCORPORATED

By   
Name:  
Title:

ACKNOWLEDGED BY:

CANADIAN IMPERIAL BANK OF COMMERCE  
as Assignee

By   
Name: Michael P. Daven  
Title: As Agent