

08-26-1999



101108163

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

481 40
482 250
484 120

8-25-99

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

Merger

Change of Name

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

08/26/1999 TTON11 00000073 383479

FOR OFFICE USE ONLY

01	FC:481	40.00	OP
02	FC:482	250.00	OP
03	FC:484	120.00	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

TRADEMARK
REEL: 001919 FRAME: 0546

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)

See Schedule A annexed hereto.

See Schedule A annexed hereto.

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$
+ \$120 Expedite Fee

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.

Preston R. Cappello

Name of Person Signing

Preston R. Cappello August 24, 1998

Signature

Date Signed

SCHEDULE A

Schedule A to an Assignment of Trademark Assignment And Security Interest dated August 6, 1999, by and between Congress Financial Corporation and First Union National Bank

<u>TRADEMARK</u>	<u>REG./SERIAL NOS.</u>	<u>GOODS/SERVICES</u>	<u>STATUS</u>	<u>ACTION REQUIRED</u>
KRENE	383,479 71-433899	Plastic sheeting, or film, for various used in the industrial arts	RENEWED 12/10/80	RENEWAL APL. 6/11/00 – 12/10/00
ORIEX	795,808 72-191644	Biaxially oriented vinyl film and sheeting material	RENEWED 9/14/85	RENEWAL APL. 3/15/05 – 9/14/05
TENAMATTE	1,016,887 73-036203	Vinyl plastic in sheet and roll form for use in the industrial arts	RENEWED 7/29/95	RENEWAL APL. 1/30/05 – 7/29/05
NUOSHIELD	1,319,369 73-465032	Rigid vinyl sold in the form of sheets and rolls for use in the industrial arts	REGISTERED 2/12/85	RENEWAL APL. 8/13/04 – 2/12/05
NUOPACK	1,339,211 73-504884	Rigid plastic material sold in sheet and roll form for use in the industrial arts	REGISTERED 6/4/85	RENEWAL APL. 12/5/04 – 6/4/05
WALL SYSTEM T	2,029,893 75-009914	High impact PVC plastic wall panel with thermal fusion capacity	REGISTERED 1/14/97	SECTION 8 & 15 AFF. 1/15/02 – 1/14/03
SUPERCRYL	2,037,562 74-595948	Rigid PVC plastic sheet blocks, bars and angles for use in the manufacture of corrosive resistant industrial applications	REGISTERED 2/11/97	SECTION 8 & 15 AFF. 2/12/02 – 2/11/03
VERSACEL	2,040,724 75-098265	Rigid PVC foam sheets for use in the manufacture of signs, displays, trade show exhibits, models and in construction applications	REGISTERED 2/25/97	SECTION 8 & 15 AFF. 2/26/02 – 2/25/03
VERSADUR	2,042,046 75-098691	Polymer sheets for use in the manufacture of corrosive resistant industrial applications	REGISTERED 3/4/97	SECTION 8 & 15 AFF. 3/5/02 – 3/4/03
V and Design	2,042,045 75-098676	Rigid PVC foam sheets for use in the manufacture of signs, displays, trade show exhibits, models and in	REGISTERED 3/4/97	SECTION 8 & 15 AFF. 3/5/02 – 3/4/03

<u>TRADEMARK</u>	<u>REG./SERIAL NOS.</u>	<u>GOODS/SERVICES</u>	<u>STATUS</u>	<u>ACTION REQUIRED</u>
		construction applications		
HPG ROOFING SYSTEMS	2,046,982 74-625650	Reinforced roofing membranes, polyolefin roofing membranes and related products, namely, performed roofing parts in the nature of corners, moldings, pipe hoots, pitch pockets, flashing, walkways, traffic pads and vapor retarders in the nature of semi-permcable roofing membranes	REGISTERED 3/25/97	SECTION 8 & 15 AFF. 3/26/02 – 3/25/03

ASSIGNMENT OF TRADEMARK ASSIGNMENT AND SECURITY INTEREST

THIS ASSIGNMENT OF TRADEMARK ASSIGNMENT AND SECURITY INTEREST dated as of August 6, 1999, is by and between First Union National Bank, a national banking association, having an address of 370 Scotch Road, CN-1, Pennington, New Jersey 08534-0001 ("Assignor") to Congress Financial Corporation, having an address of 1133 Avenue of the Americas, New York, New York 10036 ("Assignee").

RECITALS

WHEREAS, HPG International, Inc., a corporation formed under the laws of Delaware ("Borrower"), located at 200 Cottontail Lane, Somerset, NJ 08873, has adopted, used and is using the trademarks shown in the attached Schedule A (the "Trademarks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Assignor pursuant to, among other agreements, (i) a certain Credit and Guaranty Agreement dated May 18, 1998, among Assignor, Borrower, Penn Kalex Polymers, Inc. and VIG Holdings, Ltd., and (ii) a certain Security Agreement dated May 18, 1998, made by Borrower in favor of Assignor (as each may have been amended, modified, restated or supplemented from time to time, collectively the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower executed that certain Trademark Assignment of Security dated May 18, 1998, given by the Borrower in favor of Assignor; and

WHEREAS, Assignee is taking by assignment all of Assignor's right, title and interest in and to the Agreements, including without limitation, Assignor's rights under the Trademark Assignment of Security.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, transfer, assign, deliver, set over and convey unto Assignee all of its right, title and interest in and to Trademark Assignment of Security.

TO HAVE AND TO HOLD the Trademark Assignment of Security, together with any and all singular rights and privileges thereunto in any wise belonging unto Assignee, its successor and assignee, forever.

This Assignment is made as is, without recourse and without any representation or warranty.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by and through this duly authorized officer, sealed and delivered as of the date first written above.

Witness:

Robert H. Hays, P.

CONGRESS FINANCIAL CORPORATION

Virginia B. Werent
By: Virginia B. Werent
Title: VP

Witness:

James K. Woolley

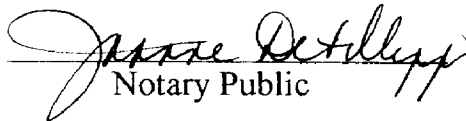
FIRST UNION NATIONAL BANK

Leanne Castagna, P
By: Leanne Castagna
Title: Vice President

STATE OF New York)
)
COUNTY OF)

ss:

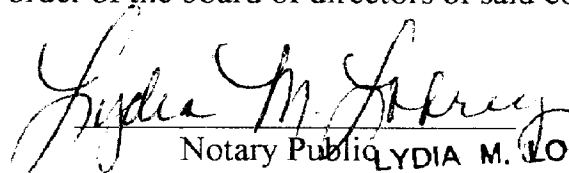
On this 5th day of August, 1999, before me personally came VIRGINIA J. Pulverenti to me known, who, being by me duly sworn, did depose and say that he/she is the VP of Congress Financial Corporation, the corporation described in and which executed the foregoing instrument; and that he/she signed his/her name thereto by order of the board of directors of said corporation.


Notary Public

STATE OF New Jersey)
)
COUNTY OF)

JOANNE DeFILLIPPO
Notary Public, State of New York
No. 01DE4988297
Qualified in Nassau County
Commission Expires Nov. 4, 1999

On this ___ day of August, 1999, before me personally came Leanne Castagna, to me known, who, being by me duly sworn, did depose and say that she is the Vice President of First Union National Bank, the corporation described in and which executed the foregoing instrument; and that she signed her name thereto by order of the board of directors of said corporation.


Notary Public LYDIA M. LOHREY
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug. 30, 1999

SCHEDULE A

Schedule A to an Assignment of Trademark Assignment And Security Interest dated August 6,
1999, by and between Congress Financial Corporation and First Union National Bank

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