

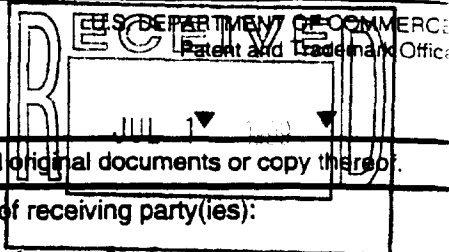
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To the Honorable Commissioner

and the attached original documents or copy thereof.

1. Name of conveying party(ies):

LSPclose, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: June 18, 1999

2. Name and address of receiving party(ies):

Name: LSP Products Group, Inc.

Internal Address:

Street Address: 2727 Chemsearch Boulevard

City: Irving State: TX ZIP: 75062

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Nevada
- 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)

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,503,970	1,760,685	1,120,543
1,192,426	1,910,068	1,120,541
1,143,885	978,000	1,860,252
1,467,195	1,521,529	1,141,257

Additional numbers attached?  Yes  No

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

Name: Adele M. England, Attorney at Law

Internal Address: Legal Department

Street Address: 2727 Chemsearch Boulevard

City: Irving State: TX ZIP: 75062

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41): \$ 515.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

07/06/1999 NTHA11 00000184 1503970

01 FC:401 40.00 OP  
02 FB:402 Statement and signature. 475.00 OP

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.

Adele M. England  
Name of Person Signing  
Attorney at Law

*Adele M. England*  
Signature

June 28, 1999  
Date

Total number of pages comprising cover sheet: 2

RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

Receiving Party: LSP Products Group, Inc.

Continuation of Item 4(B) Trademark Registration Nos.:

1,656,746	1,833,768
1,143,255	1,171,264
1,365,437	1,120,542
1,820,628	2,168,285

SCHEDULE A

TRADEMARKS

1. Trademarks registered or previously registered with the United States Patent and Trademark Office:

<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>
ACOUSTO	1,503,970	September 13, 1988
ACOUSTO-PLUMB	1,192,426	March 23, 1982
AQUA-FLO	1,143,885	December 23, 1980
FINISHING TOUCHES	1,467,195	December 1, 1987
FLEXI-FIN	1,760,685	March 23, 1993
HANG'EM	1,910,068	August 8, 1995
LSP	978,000	February 5, 1974
NO SWEAT	1,521,529	January 24, 1989
POLY	1,120,543	June 19, 1979
POLY & SIMULATED PARROT'S HEAD DESIGN	1,120,541	June 19, 1979
POS-O-TITE	1,860,252	October 25, 1994
RAPID FIT	1,141,257	November 11, 1980
RIGHT-TITE	1,656,746	September 10, 1991
ROMAN TOUCH DRAIN	1,143,255	December 16, 1980
RUF-N-KIT	1,365,437	October 15, 1985
SURE-SLEEVE	1,820,628	February 8, 1994
SWITCH HITTER	1,833,768	May 3, 1994
TECH SPECIALTIES	1,171,264	September 29, 1981
TRIPLE "O"	1,120,542	June 19, 1979
ULTRACORE	2,168,285	June 23, 1998

**TRADEMARK ASSIGNMENT**

WHEREAS, LSPclose, Inc. a Texas corporation, is the owner of certain trademarks, and registrations or applications for registrations therefor, as more particularly described on Schedule A attached hereto (collectively, the "Marks"), as well as the goodwill appurtenant to such Marks; and

WHEREAS, LSP Products Group, Inc., a Nevada corporation, with offices at 2727 Chemsearch Boulevard, Irving, Texas 75062, is desirous of acquiring said Marks and would like to employ the Marks in its commercial efforts; and

WHEREAS, LSPclose, Inc. desires to transfer and LSP Products Group, Inc. desires to acquire all rights to the Marks and the Registrations thereof.

NOW THEREFORE, for One Dollar and Other Good and Valuable Consideration, the receipt and adequacy of which is hereby acknowledged, LSPclose, Inc. does hereby assign unto LSP Products Group, Inc. all right, title and interest in and to the Marks, together with the good will of the business symbolized by said Marks, and all of the common law rights to such Marks and the Registrations thereof.

WITNESS MY HAND and seal of the Company ratifying this Agreement on the 18th day of June, 1999.

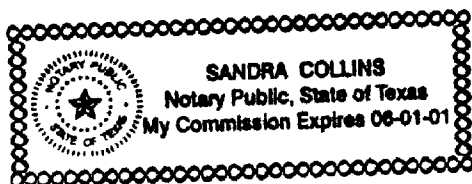


Joe Cleveland  
Secretary  
LSPclose, Inc.

STATE OF TEXAS        )  
                                  )  
COUNTY OF DALLAS    )

BEFORE ME, the undersigned Notary Public, personally appeared Joe Cleveland, known to me to be the Secretary of LSPclose, Inc., whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of LSPclose, Inc. and that he has executed same for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 18th day of June, 1999.



*Sandra Collins*  
\_\_\_\_\_  
Notary Public  
in and for Dallas County, Texas