

10-08-1999



101165620

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 U.S. Silica Company

Execution Date
Month Day Year
9 30 99

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 Banque Nationale de Paris

DBA/AKA/TA

Composed of

Address (line 1) 499 Park Avenue

Address (line 2)

Address (line 3) New York

New York

10022

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization France

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.)

10/08/1999 JSHBAZZ 00000043 75607595

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
500.00 OP

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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: 001971 FRAME: 0901

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="75/607595"/>	<input type="text" value="75/722877"/>	<input type="text" value="75/723175"/>
<input type="text" value="75/732271"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="117,383"/>	<input type="text" value="609,771"/>	<input type="text" value="644,956"/>
<input type="text" value="374,364"/>	<input type="text" value="625,173"/>	<input type="text" value="734,379"/>
<input type="text" value="391,282"/>	<input type="text" value="625,172"/>	<input type="text" value="975,757"/>

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.

Audrey E. Haroz

Name of Person Signing

Audrey E. Haroz

Signature

10/1/97

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional 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

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

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Trademark Application Number(s)

Registration Number(s)

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<input type="text"/>	<input type="text"/>	<input type="text"/>

1,010,245	1,946,544	<input type="text"/>
1,035,997	<input type="text"/>	<input type="text"/>
1,083,748	<input type="text"/>	<input type="text"/>
1,232,780	<input type="text"/>	<input type="text"/>
1,531,997	<input type="text"/>	<input type="text"/>
1,838,041	<input type="text"/>	<input type="text"/>
1,882,960	<input type="text"/>	<input type="text"/>

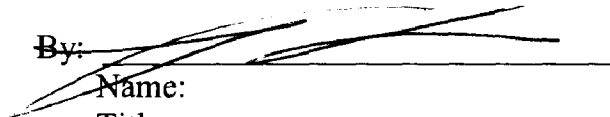
MEMORANDUM OF SECURITY AGREEMENT

TRADEMARKS

Pursuant to an Intellectual Property Security Agreement dated as of September 30, 1999 (the "Security Agreement"), U.S. SILICA COMPANY, whose chief executive office is located at Route 522 North, P.O. Box 187, Berkeley Springs, West Virginia 25411 (the "Pledgor"), has granted to Banque Nationale de Paris, whose chief executive office is located at 499 Park Avenue, New York, New York 10022, as agent (the "Secured Party"), a continuing security interest in, and a continuing lien upon, all of Pledgor's right title and interest in and to the trademarks and trademark applications listed on the attached Schedule and all reissues, division, continuations, continuations-in-part, extensions and renewals thereof. Such security interest and lien can be terminated only in accordance with the terms of the Security Agreement.

Dated: _____, 19__

U.S. SILICA COMPANY

By: 
Name:
Title:

SCHEDULE

Trademark Registrations:

MARK	REGISTRATION NO.	REGISTRATION DATE
FLINT SHOT & Design	117,383	7/3/17
MICROSIL GROUND SILICA & Design	374,364	1/9/40
FLORISIL (Stylized)	391,282	10/28/41
SIL-CO-SIL (Stylized)	609,771	8/2/55
Q-ROK (Stylized)	625,173	4/17/56
SNOW WHITE	625,172	4/17/56
SUPERSIL	644,956	5/7/57
MIN-U-SIL	734,379	7/17/62
MYSTIC WHITE	975,757	1/1/74
PGS & Design	1,010,245	5/13/75
1900 SANDS OF TIME & Design	1,035,997	3/23/76
PENN SAND	1,083,748	1/31/78
SNOW-TEX & Design	1,232,780	3/29/83
U.S. SILICA & Design	1,531,997	3/28/89
BESTTOP & Design	1,838,041	5/31/90
MORIE 1	1,882,960	5/7/95
MORIE SAND & GRAVEL & Design	1,946,544	1/9/96

Trademark Applications:

MARK	APPLICATION NO.
MY BACK YARD	Serial No. 75/607595
PRO WHITE	Serial No. 75/722877
SURE PLAY	Serial No. 75/723175
FILPRO	Serial No. 75/732271