



01-29-2001



101596145

Department of Commerce
Patent and Trademark Office
Form PTG-1618A

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

1-K-01

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

Name C & S DISTRIBUTORS, INCORPORATED

Execution Date
Month Day Year
01162001

Formerly _____

1792635

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Connecticut

Receiving Party

Mark if additional names of receiving parties attached

Name SOVEREIGN BANK

DBA/AKA/TA _____

Composed of _____

Address (line 1) 100 Pearl Street

Address (line 2) _____

Address (line 3) Hartford

CT

06103

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 federally chartered savings bank
- Citizenship/State of Incorporation/Organization _____

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01/29/2001 DBYRNE 00000060 1792635

01 FC:481 40.00 DP
02 FC:482 25.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002221 FRAME: 0368

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1792635"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0933006"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.) #

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.

ARTHUR G. SCHAIER

1/17/01

Name of Person Signing

Signature

Date Signed

NOTICE OF GRANT OF SECURITY
INTEREST IN TRADEMARKS

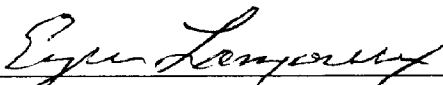
The undersigned, C & S Distributors, Incorporated, a Connecticut corporation, having its chief executive office and principal place of business at 1640 John Fitch Boulevard (a/k/a Route #5), South Windsor, Connecticut 06014 (the "Grantor"), has, on the date hereof, granted to Sovereign Bank, a federally-chartered savings bank, having a banking office at 100 Pearl Street, Hartford, Connecticut 06103 (the "Lender"), a continuing first priority lien and security interest in:

all of Grantor's right, title and interest, present and future, in and to (a) all trademarks, trade names, trade styles, service marks, prints and labels on which said trademarks, trade names, trade styles and service marks have appeared or appear, designs of like nature, now existing or hereafter adopted or acquired, all right, title and interest therein and thereto, and all registrations and recordings thereof, including, without limitation, the United States Patent and Trademark Office or in any other similar office or agency of the United States, any State thereof, or any other country or any political subdivision thereafter, all whether now owned or hereafter acquired by Grantor, including the registered trademark and service mark described on Schedule A attached hereto (collectively, the "Trademarks"); (b) all reissues, extensions or renewals thereof and all licenses thereof; and (c) all goodwill of the business symbolized by each of the Trademarks, and all customer lists and other records of Grantor relating to the distribution of products bearing the Trademarks; and all proceeds of the foregoing and all proceeds of any insurance on the foregoing;


pursuant to the terms of a certain Loan and Security Agreement of even date herewith, by and among Grantor, Grantor's affiliates, Windsor Venture Holdings, Inc. and C. & S. Building Materials Inc., and Lender (the "Loan and Security Agreement"), to secure Grantor's joint and several indebtedness to Lender under the terms of the Loan and Security Agreement.

Dated this 16th day of January, 2001.

C & S DISTRIBUTORS, INCORPORATED

BY: 
Eugene Lamoureux
Its President

SOVEREIGN BANK

BY: 
Christopher T. Phelan
Its Vice President

SCHEDULE A

C & S Distributors, Incorporated

1. Trademark Registration No. 1,792,635 held by C&S Distributors, Incorporated and registered with the United States Patent and Trademark Office, on September 14, 1993, in respect of the trademark "Lightscape".
2. Service Mark Registration No. 933,006 held by C&S Distributors, Incorporated and registered with the United States Patent and Trademark Office on April 25, 1972 and renewed on April 25, 1992, in respect of a design including the letters "C" and "S".