

02-05-2001



FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

101604705

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

JAN 29 2001

1-29.01

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
- Merger Effective Date
Month Day Year
- Change of Name
- Other GRANT OF SECURITY INTEREST (TRADEMARKS)

Conveying Party

Mark if additional names of conveying parties attached

Name U.S. INTEC, INC.

Execution Date
Month Day Year
 12 22 00

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name THE BANK OF NEW YORK, as Collateral Agent

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2) 100 CHURCH STREET, 14TH FLOOR

Address (line 3) NEW YORK

NEW YORK

10286

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 NEW YORK

02/02/2001 610K11 00000252 1237857

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 275.00 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: 002229 FRAME: 0263

Domestic Representative Name and Address

Enter for the first Receiving Party only.

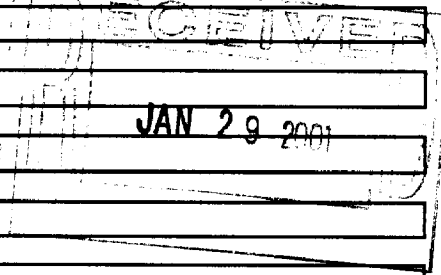
Name

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="1237857"/>	<input type="text" value="1500535"/>	<input type="text" value="1560928"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1632352"/>	<input type="text" value="1647455"/>	<input type="text" value="1696865"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1947499"/>	<input type="text" value="1953670"/>	<input type="text" value="1956811"/>

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 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.

LORI POTTS
Name of Person Signing

Signature

01/19/01
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

JAN 29 2001

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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Registration Number(s)

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1972936	2018082	2339043
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GRANT OF SECURITY INTEREST (TRADEMARKS)

U.S. INTEC, INC., a Texas corporation (the "Grantor"), is obligated to THE BANK OF NEW YORK, as Collateral Agent (the "Collateral Agent"), and has entered into the Security Agreement as of December 22, 2000 (as the same may be amended, supplemented or otherwise modified, the "Security Agreement") with the Collateral Agent.

Pursuant to the Security Agreement, the Grantor granted to the Collateral Agent a security interest in all of the right, title and interest of the Grantor in and to (i) all United States, state and foreign trademarks, trade names, corporate names, company names, business names, fictitious business names, internet domain names, trade styles, service marks, certification marks, collective marks, logos, other source or business identifiers, designs and general intangibles of a like nature, all registrations and applications for any of the foregoing including, but not limited to the registrations and applications referred to in Schedule I, all extensions or renewals of any of the foregoing, all of the goodwill of the business connected with the use of and symbolized by the foregoing, the right to sue for past, present and future infringement or dilution of any of the foregoing or for any injury to goodwill (the "Trademarks"), and (ii) all proceeds of the foregoing, including, without limitation, licenses, royalties, income, payments, claims, damages, and proceeds of suit (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Security Agreement).

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, the Grantor does hereby further assign to the Collateral Agent, and grant to the Collateral Agent a security interest in, the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the assignment of and security interest in the Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Upon the cash payment in full of all Obligations (as such term is defined in the Security Agreement), the Collateral Agent will take whatever actions are necessary at the Grantor's expense to release or reconvey to Grantor all right, title and interest of the Grantor in and to the Trademarks.

The Collateral Agent's address is: 100 Church Street, 14th Floor, New York, New York 10286.

IN WITNESS WHEREOF, the Grantor has caused this Assignment to be duly executed by its duly authorized officer as of the 22nd day of December, 2000.

U.S. INTEC, INC.

By: *Susan B. Voss*

Name: *Susan B. Voss*

Title: *Senior Vice President and Treasurer*

STATE OF New York
COUNTY OF New York ss.:

On this 22 day of Dec, 2000, before me personally came Susan Gross, to me known, who, being by me duly sworn, did depose and say that he resides at 425 E. 5th St. NY; that he is the Supervisor of U.S. INTEC, INC., the corporation described in and which executed the above instrument, and that he signed his name thereto by order of the board of directors thereof. [Signature]

Notary Public
[Notary's Stamp]

[Signature: Kathleen E. Palazzolla]
KATHLEEN E. PALAZZOLLA
NOTARY PUBLIC, State of New York
No. 43-4503546 Qual. in Rich. Co.
Certificate Filed in in New York County
Commission Expires Jan. 31, 2002

Schedule 1
to
Grant of Security Interest (Trademarks)
Dated as of December 22, 2000

See the list attached hereto

.....
 Trademarks For Owner: U.S. INTEC, INC.
 Date of Report: 15NO2000

Trademark										

BRAI AND DESIGN										
01727	TX		G			06SE1984	43962			06SE2004
06SE2004										
Attorney:		Client/Division:		Agent:		Class & Type: IN00000				
Mark: BRAI AND DESIGN						Goods: ROOFING MEMBRANE OF POLYESTER OR FIBERGLASS				
MATT.										
BRAI AND DESIGN										
01738	USA		G	31JL1980	272412	17MY1983	1237857			17MY2003
17MY2003										
Attorney: JJW		Client/Division:		Agent: PO		Class & Type: IN 19				
Mark: BRAI AND DESIGN						Goods: MEMBRANES FOR ROOFING AND WATE RPROOFING,				
COATING MATERIAL										
KARIFALT										
01755	USA		G	01MY1987	658372	16AU1988	1500535			16AU2008
16AU2008										
Attorney: JJW		Client/Division:		Agent: PO		Class & Type: IN 19				
Mark: KARIFALT						Goods: BITUMEN ROOFING MATERIAL IN RO LL FORM.				
MAJESTIC										
01723	USA		G	04MR1994	74/496783	19NO1996	2018082			19NO2006
19NO2006										
Attorney:		Client/Division:		Agent: PO		Class & Type: IN 19				
Mark: MAJESTIC						Goods: ROOFING PRODUCTS; NAMELY, SHIN GLES.				
PERMAGLAS										
01730	USA		G	03OC1988	73/755625	22JA1991	1632352			22JA2001
22JA2001										
Attorney:		Client/Division:		Agent: PO		Class & Type: IN 17 IN 19				
Mark: PERMAGLAS						Goods: THERMALLY INSULATING SHEET ROO FING MATERIAL				
CONSISTING OF										
RABBIT DESIGN										
01736	USA		G	17MY1990	74-059713	11JE1991	1647455			11JE2001
11JE2001										
Attorney: JJW		Client/Division:		Agent: PO		Class & Type: IN 19				
Mark: RABBIT DESIGN						Goods: ROOFING PRODUCTS, NAMELY ROOFI NG MEMBRANES,				
WATERPROOFING										
RIO GRANDE										
01725	USA		G	04MR1994	74/497163	30JA1996	1953670			30JA2006
30JA2006										
Attorney:		Client/Division:		Agent: PO		Class & Type: IN 19				
Mark: RIO GRANDE						Goods: ROOFING PRODUCTS; NAMELY, SHIN GLES.				

Trademarks For Owner: U.S. INTEC, INC.
Date of Report: 15NO2000

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*							
Trademark							

ROYALWOOD 01737 09JA2006 Attorney:JJW Mark: ROYALWOOD	USA	G	28MR1994	74/505914	09JA1996	1947499	09JA2006
			Client/Division:	Agent: PO	Class & Type: IN 19 Goods:ROOFING PRODUCTS; NAMELY, SHIN GLES.		
SP 4 01726 06SE2004 Attorney: Mark: SP 4 BRAI ROOFING.	TX	G			06SE1984	43963	06SE2004
			Client/Division:	Agent: .	Class & Type: IN00000 Goods:MODIFIED BITUMEN ROOFING MEMBR ANE SIMILAR TO		
SUNDANCE 01724 13FE2006 Attorney: Mark: SUNDANCE	USA	G	04MR1994	74/496782	13FE1996	1956811	13FE2006
			Client/Division:	Agent: PO	Class & Type: IN 19 Goods:ROOFING PRODUCTS; NAMELY, SHIN GLES.		
TRI-PLY 01753 07MY2006 Attorney:JJW Mark: TRI-PLY	USA	G	02JE1995	74/683773	07MY1996	1972936	07MY2006
			Client/Division:	Agent: PO	Class & Type: IN 19 Goods:BITUMEN ROOFING MEMBRANE IN RO LL FORM.		
TRI-PLY & DESIGN 01754 17OC2009 Attorney:JJW Mark: TRI-PLY & DESIGN	USA	G	22JL1988	741618	17OC1989	1560928	17OC2009
			Client/Division:	Agent: PO	Class & Type: IN 19 Goods:BITUMEN ROOFING MATERIAL IN RO LL FORM.		
ULTRA TYPE VI 01852 04AP2010 Attorney:JJW Mark: ULTRA TYPE VI	USA	G	25AU1997	75/348842	04AP2000	2,339,043	04AP2010
			Client/Division:	Agent: PO	Class & Type: IN 19 Goods:FIBERGLASS ROOFING MEMBRANES		
USICAD 01731 23JE2002 Attorney: Mark: USICAD DESIGN	USA	G	19NO1990	74/116768	23JE1992	1696865	23JE2002
			Client/Division:	Agent: PO	Class & Type: IN 9 Goods:COMPUTER PROGRAMS HAVING COMPU TER AIDED		