

05-07-2001



4/26/01

101702680
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original documents (s) or copy(ies).

Submission Type

Conveyance Type

New

Assignment

License

Resubmission (Non-Recordation)

Security Agreement

Nunc Pro Tunc Assignment

Document ID #

Merger

Effective Date

Correction of PTO Error
Reel # Frame #

Change of Name

Month Day Year

April 18, 2001

Corrective Document
Reel # Frame #

Other

Conveying Party

Mark if additional names of conveying parties attached

Effective

Name

Month Day Year

April 18, 2001

Formerly

Individual

General Partnership

Limited Partnership

Corporation

Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying 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

Citizenship/State of Incorporation/Organization

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).

05/04/2001 TDIAZ1 00000091 1426576

FOR OFFICE USE ONLY

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

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

Domestic Representatives 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

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

<input type="text" value="1426576"/>	<input type="text" value="2176716"/>	<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 Enclosed Deposit Account

Deposit
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional 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.

Susan D. Reinecke

April 25, 2001

Name of Person Signing

Signature

Date Signed

**ASSIGNMENT OF TRADEMARK SECURITY INTEREST
IN UNITED STATES**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SRM Aggregates, Inc. (f/k/a Southern Ready Mix, Inc.), an Alabama corporation ("the Assignor") with principal offices at 4200 Colonnade Parkway, Suite 540, Birmingham, Alabama 35243, hereby assigns and grants to Bank of America, N.A., as Agent, with principal offices at 231 S. LaSalle, Chicago, Illinois 60697 (the "Assignee"), a security interest in (i) all of the Assignor's right, title and interest in and to the United States trademark registrations (the "Marks") set forth on Schedule I attached hereto, together with (ii) the goodwill of the businesses with which the Marks are associated and (iii) all causes of action arising prior to or after the date hereof for infringement of either Mark or unfair competition regarding the same.

THIS ASSIGNMENT is made to secure the satisfactory performance and payment of all the Liabilities of the Assignor, as such term is defined in the Amended and Restated Security Agreement among the Assignor, the other assignors from time to time party thereto and the Assignee, dated as of June 5, 1998 (as amended from time to time, the "Security Agreement"). Upon payment in full of the Liabilities and termination of the Commitments (as defined in the Third Amended and Restated Credit Agreement dated as of June 5, 1998 among the Assignor, various financial institutions and the Assignee, as Agent), the Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in each Mark acquired under this Security Agreement.

This Assignment of Security Interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 18 day of April, 2001.

SRM Aggregates, Inc. (f/k/a Southern Ready Mix, Inc.), Assignor

By Clifford H. Keefe
Title: Pres.

Bank of America, N.A., as
Agent, Assignee

By M. Vernon Bonnett
Title: Managing Director

This Assignment of Security Interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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Bank of America, N.A., as
Agent, Assignee

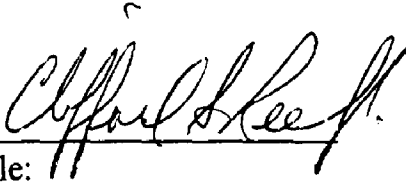
By M. Thomas Keralt
Title: Managing Director

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By 
Title:

Bank of America, N.A., as
Agent, Assignee

By 
Title: Managing Director

Schedule I

U.S. Trademark, Registration No. 1,426,576 dated January 27, 1987 for the mark "SRM"

U.S. Trademark Registration No. 2,176,716 dated July 28, 1998 for mark "PERC-STONE"