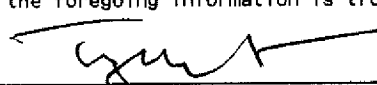


RECORDATION FORM COVER SHEET -- TRADEMARKS ONLY

TO THE HON. COMMISSIONER OF PATENTS & TRADEMARKS: PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENTS OR COPIES THEREOF.

<p>1. NAME OF CONVEYING PARTY</p> <p>FOSROC INTERNATIONAL LIMITED</p> <p>(United Kingdom corporation)</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY</p> <p>FOSROC MINING INTERNATIONAL LIMITED</p> <p>Wakefield House Pipers Way Swindon Wiltshire SN3 1RE United Kingdom</p> <p>(England and Wales limited liability company)</p>
<p>3. NATURE OF CONVEYANCE:</p> <p>ASSIGNMENT (<u>Entire interest and good will</u>) Date: JULY 31, 2002</p>	<p>Designations of domestic representative are attached.</p> <p>Please note that the "<u>entire</u>" interest is being assigned, <u>not</u> just an "undivided part of assignor's interest."</p>
<p>4. APPLICATION OR REGISTRATION NUMBER(S) A. Trademark Application Nos.:</p>	<p>B. Trademark Registration Nos.</p> <p>1690193 2373553</p>
<p>5. CORRESPONDENCE ADDRESS:</p> <p>TIMOTHY H. HIEBERT SAMUELS, GAUTHIER & STEVENS 225 FRANKLIN STREET, STE 3300 BOSTON, MA 02110 Tel. 617-426-5553</p>	<p>6. TOTAL NUMBER OF APPLICATIONS AND REGISTRATIONS INVOLVED: <u>2</u></p> <p>7. TOTAL FEE DUE: \$ <u>65</u> The Commissioner is hereby authorized to charge the Deposit Account identified in item 8.</p> <p>8. DEPOSIT ACCOUNT NUMBER: 501427</p>
DO NOT USE THIS SPACE	
<p>9. STATEMENT AND SIGNATURE</p> <p>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.</p> <p><u>Timothy H. Hiebert</u>  Name of Person Signing Signature</p> <p>January 9, 2003 10. Total pages: <u>5</u> Signature Date</p>	

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant/Registrant: Fosroc Mining International Limited
Application/Reg. No.: 1,690,193
Mark : TERRASET

DESIGNATION OF DOMESTIC REPRESENTATIVE

The above-identified applicant or registrant hereby designates Timothy H. Hiebert, c/o Samuels, Gauthier & Stevens LLP, 225 Franklin Street, Suite 3300, Boston, MA 02110, its representative upon whom notices or process in proceedings affecting the mark may be served.

Respectfully submitted,



Date: January 9, 2003

Timothy H. Hiebert
Samuels, Gauthier & Stevens LLP
225 Franklin Street, Suite 3300
Boston, MA 02110
(617) 426-5553 (direct dial)
Attorney for Applicant or Registrant

THIS DEED OF ASSIGNMENT is made this 31st day of July 2002

BETWEEN

(1) "the Assignor" **FOSROC INTERNATIONAL LIMITED** whose registered office is at Burnah Castrol House, Pipers Way, Swindon, Wiltshire, SN3 1RE, United Kingdom;

AND

(2) "the Assignee" **FOSROC MINING INTERNATIONAL LIMITED** whose registered office is at Wakefield House, Pipers Way, Swindon, Wiltshire, SN3 1RE, United Kingdom.

WHEREAS

The Assignor is the proprietor of the trade marks and trade mark applications set out in the Schedule hereto ("the Trade Marks") and the Assignor has agreed to assign the Trade Marks to the Assignee.

NOW THEREFORE IT IS AGREED

1. In consideration of the sum of £1,145,355 (sterling) paid by the Assignee to the Assignor, receipt of which is hereby acknowledged, the Assignor hereby assigns to the Assignee all of the Assignor's right, title and interest in and to the Trade Marks, together with such goodwill in the goods in respect of which the Trade Marks are registered as attached to the Trade Marks with effect from the date hereof and together with all its rights and powers arising or accrued from the Trade Marks, including such rights to sue for damages in respect of infringements prior to the date of this deed.
2. The Assignor undertakes and agrees to execute all documents and do all such acts and things as may be necessary to give legal effect to the assignments hereunder (and the recordal thereof), the costs of which shall be borne by the Assignor and the Assignee in equal proportions.
3. This deed shall be governed by and construed in accordance with English law and the English courts shall have exclusive jurisdiction in respect of it.

AS WITNESS the hands of the duly authorised representatives of the parties hereto this document has been executed as a deed on the day and year first above written.

THE SCHEDULE
THE REGISTERED TRADE MARKS

Country	Mark	Filing Date	Registration No.	Classes
USA	AIRTITE	20-May-1997	2,176,583	19
USA	ANCHOR BOND	07-May-1987	1497322	1
USA	CELTITE	30-Oct-1970	832459	19
USA	LOKSET	03-Jan-1989	1575016	20
USA	TEKFLEX	17-Dec-1999	75/874009 (App. No.)	
USA	TEKGROUT	28-Oct-1999	2,375,508	19
USA	TEKPAK	23-Oct-2000	78/031,978 (App. No.)	19
USA	TEKPANEL	12-Jun-2000	78/012,299 (App. No.)	19
USA	TEKSEAL	13-Dec-1990	1690186	19
USA	TEKSET	28-Apr-1998	2,373,553	19
USA	TERRASET	17-Jun-1991	1690193	19
USA	UNTRACEM	28-Oct-1999	2,375,509	19
USA	WILFLEX	28-Oct-1999	75/835730 (App. No.)	17

[Handwritten signature]
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[Handwritten signature]

Signed as a deed
 by **FOSROC INTERNATIONAL LIMITED** acting by
 a Director and
 a Director/the Secretary

[Handwritten signature]

[Handwritten signature]

Signed as a deed
 by **FOSROC MINING INTERNATIONAL LIMITED**
 acting by
 a Director and
 a Director/the Secretary

[Handwritten signature]

[Handwritten signature]
