



102365759

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Facile, Inc.

- Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date: 2/12/03

2. Name and address of receiving party(ies)

Name: Chase Facile, Inc.

Internal Address: Bethany House

Street Address: 26 Summer Street

City: Bridgewater State: MA Zip: 02324

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State a Massachusetts Corporation
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,491,703

See attached Schedule A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Stephen Gould

Internal Address: Nutter, McClennen & Fish, LLP

Street Address: World Trade Center West

155 Seaport Boulevard

City: Boston State: MA Zip: 02210

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41): \$ 260

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

141449

DO NOT USE THIS SPACE

9. Signature.

Renee' Diana Sanft
Name of Person Signing

Signature

2/24/03
Date

02/26/2003 DBYRNE 00000064 1491703

Total number of pages including cover sheet, attachments, and document: 4

01 FC:8521
02 FC:8522
03 FC:8523

40.00 DP
100.00 DP
120.00 DP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

SCHEDULE A- ASSIGNMENT

TRADEMARKS – United States

Schedule A to Assignment by and between Facile, Inc., formerly known as Facile Holdings, Inc., and Chase Facile, Inc.

U.S. Registrations

	<u>Mark</u>	<u>Reg. No/Serial No.</u>
1)	ENCODE	1,491,703
2)	FACIL-FAB	409,244
3)	FACIL-FAB	410,056
4)	INSUL-FAB	1,246,367
5)	LAMIGLAS	1,113,506

ASSIGNMENT
(United States of America)

WHEREAS, Facile, Inc., formerly known as Facile Holdings, Inc. (“Assignor”) a Delaware corporation, is the owner of all of the right, title, and interest in and to the trademarks set forth on Schedule A, attached hereto (the “Trademarks”), and has obtained, or applied for, registrations in the United States and throughout the world; and

WHEREAS, Chase Facile, Inc., a Massachusetts corporation (“Assignee”), is desirous of acquiring said Trademarks; and

WHEREAS, Assignor is in default of its debt obligation (the “Indebtedness”) to Wachovia Bank, National Association, formerly known as First Union National Bank, (“Wachovia”), the holder of a Trademark Assignment of Security dated June 26, 1998 (the “Security Interest”); and

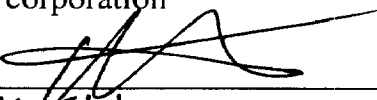
WHEREAS, Assignor and Assignee have agreed that pursuant to the direction of Wachovia as consideration for partial payment of the Indebtedness, Assignor shall assign, convey and transfer the Trademarks to Assignee in lieu of a foreclosure by Wachovia of the Security Interest pursuant to New Jersey Uniform Commercial Code Section 9-610.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, the entire right, title and interest, throughout the United States, its territories and all foreign countries, in and to the aforesaid Trademarks and all United States and foreign registrations and applications for registration therefor, together with the good will of the business with which such Trademarks are used.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as an instrument under seal by its duly authorized officer this 12th day of February, 2003.

FACILE, INC.
(formerly known as Facile Holdings, Inc.)
a Delaware corporation

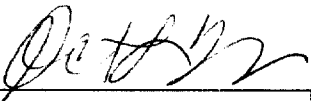
Dated: February 12, 2003

By: 
Name: Al Stotzer
Title: President

State or Commonwealth of New Jersey)
) SS.
COUNTRY OF USA County of Essex)

On this 12th day of February, 2003, Al Stotzer, appeared before me, known to me to be the person who executed the foregoing instrument, and acknowledged that the foregoing instrument is his/her free act and deed on behalf of Facile, Inc., formerly known as Facile Holdings, Inc., with authority so to do.

NOTARIAL SEAL


Notary Public
My Commission expires: **OCTAVIA L. FRIAS**
Notary Public of New Jersey
My Commission Expires April 17, 2007