

06-24-2004

6-24-04

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RE 1



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): 6-24-04 Hanley-Wood, LLC

- 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 Grant of Security Interest

Execution Date: June 6, 2004

2. Name and address of receiving party(ies)

Name: The Bank of New York, as Agent Internal Address:

Street Address: One Wall Street

City: New York State: NY Zip: 10286

- Individual(s) citizenship, Association Banking, General Partnership, Limited Partnership, Corporation-State, 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) 76/502626, 76/502628, 78/374301, 76/528961, 78/298141, 76/555563, 78/380339, 76/555703, 78/309798, 78

B. Trademark Registration No.(s) 2822612, 995709 2401338, 2359530, 2382338, 2489517

Additional number(s) attached Yes No

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

Name: Attn: Penelope J.A. Agodoa Federal Research Company, LLC 1030 15th Street, NW, Suite 920 Washington, DC 20005 202.783.2700

Street Address: City: State: Zip:

6. Total number of applications and registrations involved: 18

7. Total fee (37 CFR 3.41): \$ 465.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Janelle Telesford

Janelle Telesford Signature

6/21/04 Date

Name of Person Signing LMUELLER 00000004 76502626

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

01 FC:8521 02 FC:8522

40.00 MP 425.00 DP

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

TRADEMARK REEL: 002997 FRAME: 0602

Trademark Applications

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>
76/502626	BIG BUILDER	April 1, 2003
76/502628	BIG BUILDER and Design	April 1, 2003
78/374301	COASTAL CONTRACTOR	February 26, 2004
76/528961	Concrete Design	July 11, 2003
78/298141	DESIGNER SHOWCASE	September 9, 2003
76/555563	HANLEY WOOD	October 31, 2003
78/380339	HANLEY WOOD'S DIGITAL HOME	March 8, 2004
76/555703	IDEAS TO BUILD ON	October 31, 2003
78/309798	K+B STUDIO	October 6, 2003
78/318959	MASTERS OF DESIGN	October 27, 2003
76/395685	PUBLICWORKS FINANCING and Design	April 11, 2002
76/555564	Triangle Design	October 31, 2003

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the First Amended and Restated Security Agreement dated as of April 6, 2004 (the "Security Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and The Bank of New York, as Agent (the "Agent") for the financial institutions referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

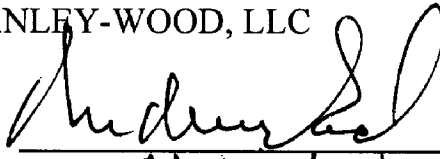
TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
2822612	BIG BUILDER	March 16, 2004
995709	PUBLIC WORKS	October 15, 1974
2401338	PUBLIC WORKS	November 7, 2000
2359530	PUBLICWORKS and Design	June 20, 2000
2382338	PUBLIC WORKS MAGAZINE, ONLINE EDITION	September 5, 2000
2489517	PWMAG.COM	September 11, 2001

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

HANLEY-WOOD, LLC

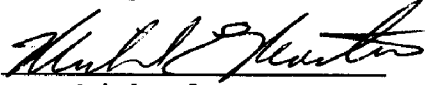
By: 

Name: Michael M. Wood

Title: Chief Executive Officer

Acknowledged and Accepted:

THE BANK OF NEW YORK,
as Agent

By: 

Name: Michael E. Masters

Title: Vice President