

8/3/04

08-05-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECOR TR.



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): Crest Wood Inc. 300 Delaware Avenue Suite 900, Wilmington, DE 19801. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State [] Other. Additional name(s) of conveying party(ies) attached? [] Yes [] No

2. Name and address of receiving party(ies) Name: Simona America Internal Address: Street Address: 755 Oak Hill Road City: Mountaintop State: PA Zip: 18707. [] Individual(s) citizenship [] Association [] 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

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other. Execution Date: 1/9/04

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,029,893 2,040,724 and 2,042,046. Additional number(s) attached [] Yes [X] No

6. Total number of applications and registrations involved: 3

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Frank J. Colucci Internal Address: Colucci & Umans 101 East 52nd Street Street Address: New York State: NY Zip: 10022

7. Total fee (37 CFR 3.41).....\$ [X] Enclosed \$90.00 Credit Card Payment [] Authorized to be charged to deposit account 8. Deposit account number: OPR/FINANCE

DO NOT USE THIS SPACE

9. Signature. Susan Jacobson Name of Person Signing Signature Date 3/3/04 Total number of pages including cover sheet, attachments, and document: 5

08/05/2004 BTM11 0000005 2029893 01 FC:8521 02 FC:8522 40.00 DP 50.00 DP

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

TRADEMARK REEL: 003021 FRAME: 0328

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made on the 9th day of January, 2004 between Crestwood Inc., previously known as Eaukil Corporation, a corporation organized under the laws of the State of Delaware (the "Assignor"), of 300 Delaware Avenue, Suite 900, Wilmington, DE 19801 and Simona America Inc., a corporation organized under the laws of the State of Delaware (the "Assignee"), of _____ (address).

WHEREAS, Eaukil Corporation changed its name to Crestwood, Incorporated, on the tenth day of August, 1999 (A copy of the Change of Name Certificate is attached herewith and identified as Exhibit A); and

WHEREAS, the Assignor is the proprietor in the United States of the trademark registrations listed in the Schedule attached hereto as well as the common law rights associated with such trademarks used by the Assignor in its business. ("The Trademarks"); and

WHEREAS, the Assignee wishes to acquire all of Assignor's rights in and to The Trademarks and the goodwill associated therewith.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all its rights, title and interests to The Trademarks, together with the goodwill of the business which is symbolized by The Trademarks.

ASSIGNOR:

Crestwood, Incorporated

By: John P. Hellewigne

Name:

Title: President

ASSIGNEE:

Simona America Inc.

By: Ulrich R. Nicholas

Name:

Title: Ex. S. Vic. President

The Trademarks

Serial Number	Reg. Number	TRADEMARK
75/008,914	2,029,893	WALL SYSTEM T
75/098,265	2,040,724	VERSACEL
75/09,8691	2,042,046	VERSADUR

EXHIBIT A

Delaware

PAGE 1

The First State

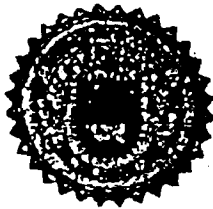
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CRESTWOOD, INCORPORATED" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTIETH DAY OF MARCH, A.D. 1999, AT 2 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "EUKIL CORPORATION" TO "CRESTWOOD, INCORPORATED", FILED THE TENTH DAY OF AUGUST, A.D. 1999, AT 12:45 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2660130

DATE: 09-29-03

TRADEMARK
REEL: 003021 FRAME: 0332

RELEASE OF SECURITY INTEREST

WHEREAS, FIRST UNION NATIONAL BANK, with offices at 120 Albany Street, New Brunswick, NJ, took a security interest in the trademark applications and registrations therefor as set forth on Annex I ("Secured Trademarks") in accordance with an assignment agreement dated May 18, 1998, said assignment being recorded with the United States Patent and Trademark Office at Reel 1736 and Frame 0918 on June 4, 1998 ("First Security Interest"); and

WHEREAS, FIRST UNION NATIONAL BANK assigned the First Security Interest to CONGRESS FINANCIAL CORPORATION, with offices at 1133 Avenue of the Americas, New York, New York 10036 on August 6, 1999; which assignment was recorded with the United States Patent and Trademark Office at Reel 1919 and Frame 0546 on August 25, 1999; and

WHEREAS, CONGRESS FINANCIAL CORPORATION independantly took a security interest in the Secured Trademarks by an agreement dated August 6, 1999, which was recorded in the United States Patent and Trademark Office Reel 1921 and Frame 0092 on August 25, 1999 ("Second Security Interest"); and

WHEREAS, CONGRESS FINANCIAL CORPORATION took a further security interest in the secured trademarks by Agreement dated October 29, 2003, which was sent to the United States Patent and Trademark Office by Express Mail on December 2, 2003 and was received by the United States Patent and Trademark Office on December 3, 2003 ("Third Security Interest").

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, CONGRESS FINANCIAL CORPORATION does hereby release the First Security Interest, Second Security Interest and Third Security Interest, and assign to SIMONA AMERICA, INC., all other rights that it may have with respect to the Secured Trademarks and the goodwill of the business associated therewith.

DATE: *JANUARY 9, 2004*

CONGRESS FINANCIAL CORPORATION

By: *Dionne S. Rice*
Name: *DIORNE S. RICE*
Title: *MVP*

#732228 v1
102990-41293

TRADEMARK
REEL: 003021 FRAME: 0333

Secured Trademarks

Serial Number	Reg. Number	TRADEMARK
75/008,914	2,029,893	WALL SYSTEM T
75/098,265	2,040,724	VERSACEL
75/09,8691	2,042,046	VERSADUR

#732228 v1
102990-41293