

08-12-2004

8.9.04

Form PT-1594 (Rev. 03/01) **RECORD TRADE** DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002) 102812783

Tab settings $\Rightarrow \Rightarrow \Rightarrow$ ∇ ∇

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

1. Name of conveying party(ies):
EXCEL POLYMERS LLC

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

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

2. Name and address of receiving party(ies)
Name: AmSouth Bank, as agent, c/o AmSouth Capital Corp.
Internal
Address:
Street Address: 599 Lexington Avenue
City: New York State: NY Zip: 10022

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Assignment For Security

Execution Date: August 5, 2004

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)
78/265892

B. Trademark Registration No.(s)
1673872

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Paul Somelofske
Internal Address: Kaye Scholer LLP
Street Address: 425 Park Avenue
City: New York State: NY Zip: 10022-3598

6. Total number of applications and registrations involved: 27

7. Total fee (37 CFR 3.41).....\$ 690.00
 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.

Paul Somelofske
Name of Person Signing

Signature

August 6, 2004
Date

Total number of pages including cover sheet, attachments, and document: 8

08/11/2004 MYRNE 00000010 78265892

01 FC:8521
02 FC:8522

40.00 OP
650.00 OP

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

30760118.PDF

TRADEMARK
REEL: 003025 FRAME: 0139

CONTINUATION OF SECTION 4.A. AND 4.B.
(Trademark Application No.(s) and Trademark Registration No.(s))

TRADEMARKS APPLICATION NO.(S)

| <u>Trademark</u> | <u>Application Date</u> | <u>Application No.</u> |
|-------------------------|--------------------------------|-------------------------------|
| FXS | June 23, 2003 | 78/265892 |
| PROFLEX | April 27, 2001 | 76/247357 |

TRADEMARKS REGISTRATION NO.(S)

| <u>Trademark</u> | <u>Registration Date</u> | <u>Registration No.</u> |
|-------------------------|---------------------------------|--------------------------------|
| ACCU-WAY | January 28, 1992 | 1673872 |
| ADAPHAX | July 21, 1970 | 894862 |
| ADVANCE | November 12, 1996 | 2015482 |
| AMBEREX | September 3, 1963 | 755774 |
| BUR-A-LOY | June 21, 1983 | 1242470 |
| CHASE IMAGE | December 30, 1997 | 2125186 |
| CHASE WAVE | February 23, 1999 | 2226542 |
| COLONIAL (Stylized) | April 1, 1980 | 1132000 |
| CREATING THE RIGHT MIX | April 15, 1997 | 2052381 |
| DESICAL | April 2, 1968 | 846885 |
| DLP | September 30, 2003 | 2768855 |
| FACTICE (Stylized) | February 5, 1935 | 321475 |
| FACTICE (Stylized) | March 19, 1957 | 642757 |
| GRID-PAK | July 7, 1981 | 1159976 |
| HANNA IMAGE ANALYSIS | December 29, 1999 | 2303370 |
| HT Plus (Stylized) | July 10, 1990 | 1605544 |
| HT SERIES | October 20, 1987 | 1461916 |

| <u>Trademark</u> | <u>Registration Date</u> | <u>Registration No.</u> |
|------------------|--------------------------|-------------------------|
| HYDRO FLOW | June 3, 2003 | 2721198 |
| LUBREX | December 3, 1968 | 861263 |
| MBZ | July 15, 1975 | 1015583 |
| NEOPHAX | March 25, 1958 | 659638 |
| POLYBOUND | March 11, 1997 | 2044293 |
| STAN-MAG | April 16, 1963 | 748034 |
| VVO | June 4, 1996 | 1978733 |
| WAVE | February 23, 1999 | 2226541 |

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, Excel Polymers LLC (herein referred to as "Assignor") has adopted, used and is using the trademarks listed on the annexed Schedule 2-A, which trademarks are registered in the United States Patent and Trademark Office or an application for registration has been filed therefor (the "Trademarks");

WHEREAS, Assignor, one or more affiliates thereof, certain financial institutions party thereto (the "Lenders"), AmSouth Bank as agent for the Lenders (in such capacity, together with any successor agent, "Assignee"), and AmSouth Capital Corp., as administrative agent, are parties to the Loan and Security Agreement dated as of the date hereof, and Assignee and the Lenders are desirous of having a security interest in favor of Assignee on the above-identified property in order to secure the payment of certain obligations of Assignor now or hereafter owing to Assignee and the Lenders;

WHEREAS, Assignor has entered into a Security Agreement - Trademarks, Patents and Copyrights dated the date hereof (as it may be amended, supplemented, or otherwise modified from time to time, the "Agreement") with Assignee and one or more affiliates of Assignor; and

WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee and grant to Assignee a security interest in the Trademarks to secure the prompt payment, performance and observance of the Secured Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

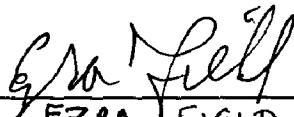
Assignee's address is an office at 1900 5th Avenue North, Birmingham, Alabama 35203.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Assignor has caused this Assignment For Security to be duly executed by its officer thereunto duly authorized as of the 5th day of August, 2004.

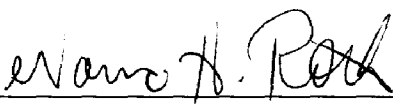
EXCEL POLYMERS LLC

By: Excel Polymers Holdings LLC,
its Manager

By: 
Name: EZRA FIELD
Title: ASSISTANT SECRETARY

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On this 5th day of August, 2004, before me personally appeared
Erza Field, to me known, who, being by me duly sworn, did
depose and say that he/she resides at _____ and
that he/she is the Assistant Secretary of the Assignor; and that he/she signed his/her name
thereto in his/her capacity as an authorized officer of said limited liability company pursuant to
such authority.



Notary Public

NANCI H. ROTH
Notary Public, State of New York
No. 01RO6097296
Qualified in New York County
Commission Expires August 18, 2007

SCHEDULE 2-A TO ASSIGNMENT FOR SECURITY**TRADEMARKS**

| <u>Trademark</u> | <u>Application or Registration Date</u> | <u>Application or Registration No.</u> |
|-------------------------|--|---|
| ACCU-WAY | 28Jan92 | 1673872 |
| ADAPHAX | 21Jul70 | 894862 |
| ADVANCE | 12Nov96 | 2015482 |
| AMBEREX | 03Sep63 | 755774 |
| BUR-A-LOY | 21Jun83 | 1242470 |
| CHASE IMAGE | 30Dec97 | 2125186 |
| CHASE WAVE | 23Feb99 | 2226542 |
| COLONIAL (Stylized) | 01Apr80 | 1132000 |
| CREATING THE RIGHT MIX | 15Apr97 | 2052381 |
| DESICAL | 02Apr68 | 846885 |
| DLP | 30Sep03 | 2768855 |
| FACTICE (Stylized) | 05Feb35 | 321475 |
| FACTICE (Stylized) | 19Mar57 | 642757 |
| FXS | 23Jun03 | 78/265892 |
| GRID-PAK | 07Jul81 | 1159976 |
| HANNA IMAGE ANALYSIS | 28Dec99 | 2303370 |
| HT Plus (Stylized) | 10Jul90 | 1605544 |
| HT SERIES | 20Oct87 | 1461916 |
| HYDRO FLOW | 03-Jun-03 | 2721198 |
| LUBREX | 03Dec68 | 861263 |
| MBZ | 15Jul75 | 1015583 |
| NEOPHAX | 25Mar58 | 659638 |
| POLYBOUND | 11Mar97 | 2044293 |
| PROFLEX | 27Apr01 | 76/247357 |
| STAN-MAG | 16Apr63 | 748034 |
| VVO | 04-Jun-96 | 1978733 |

30931131.WPD