

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Keystone Retaining Wall Systems, Inc.		12/07/2004	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2655602	REGAL STONE
Registration Number:	2577249	SEDONA STONE
Registration Number:	2414204	KEYWALL
Registration Number:	2290787	KEYSTONE RETAINING WALL SYSTEMS THE FIRST. TO LAST.
Registration Number:	2156217	HERITAGESTONE
Registration Number:	2232524	ARBOR STONE
Registration Number:	2072726	LEGACY STONE
Registration Number:	2468614	KEYSTONE RETAINING WALL SYSTEMS
Serial Number:	78484566	KEYCALC PDA
Serial Number:	78438669	KEYSTONE KAPSTONES
Serial Number:	78438648	KEYSTONE SENTINEL FENCE COLUMN SYSTEM
Serial Number:	78324252	INSIGNIA EDGER

OP \$340.00 2655602

Serial Number:

78324236

KEYSTONE CENTURY WALL

CORRESPONDENCE DATA

Fax Number: (919)416-8339

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 919 286-8049

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

NAME OF SUBMITTER:

John E. Slaughter

Signature:

/John E. Slaughter/

Date:

02/10/2005

Total Attachments: 4

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NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to that certain Amended and Restated Security Agreement, dated as of December 7, 2004 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders 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 Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
	See <u>Schedule 1</u> attached hereto	

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
	See <u>Schedule 1</u> attached hereto	

The undersigned Obligor and the Administrative 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,

KEYSTONE RETAINING WALL SYSTEMS,
INC., a Minnesota corporation

By: 

Name: William B. Dawson

Title: President

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____

Name: _____

Title: _____

The undersigned Obligor and the Administrative 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.

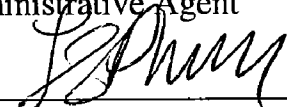
Very truly yours,

KEYSTONE RETAINING WALL SYSTEMS,
INC., a Minnesota corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By:  _____
Name: Leanne S. Phillips
Title: Director

**Keystone Retaining Wall Systems, Inc.
(Minnesota Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
REGAL STONE	2655602	12/03/02
SEDONA STONE	2577249	06/11/02
KEYWALL	2414204	12/19/00
KEYSTONE RETAINING WALL SYSTEMS THE FIRST. TO LAST. And Design	2290787	11/09/99
HERITAGESTONE	2156217	05/12/98
ARBOR STONE	2232524	03/16/99
LEGACY STONE	2072726	06/17/97
KEYSTONE RETAINING WALL SYSTEMS	2468614	07/17/01

Pending Applications

Mark	Application No.	Filing Date
KEYCALC PDA	78484566	09/16/04
KEYSTONE KAPSTONES	78438669	06/21/04
KEYSTONE SENTINEL FENCE COLUMN SYSTEM	78438648	06/21/04
INSIGNIA EDGER	78324252	11/06/03
KEYSTONE CENTURY WALL	78324236	11/06/03