

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
EFFECTIVE DATE:	12/30/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VPI Corporation		03/30/2005	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A.		
Street Address:	20975 Swenson Drive		
Internal Address:	Ste. 110		
City:	Waukesha		
State/Country:	WISCONSIN		
Postal Code:	53186		
Entity Type:	National Banking Association:		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Serial Number:	78434860	SURFACING EVERYWHERE	
Registration Number:	599587	CONDUCTILE	
Registration Number:	2381747	CONDUCTILE LE	
Registration Number:	2296763	CONDUCTILE XLE	
Registration Number:	670542	VINYLAST	
Registration Number:	1276162	VPI	
Registration Number:	2793491	VPI	
Registration Number:	617400	TERRALAST	
CORRESPONDENCE DATA			
Fax Number:	(414)298-8097		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	414-298-1000		

CH \$215.00 78434860

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TRADEMARK  
REEL: 003073 FRAME: 0358

Email: klee@reinhartlaw.com  
Correspondent Name: Kent A. Lee, Esq.  
Address Line 1: 1000 North Water Street  
Address Line 2: Suite 2100  
Address Line 4: Milwaukee, WISCONSIN 53202

NAME OF SUBMITTER:

Kent A. Lee

Signature:

/kal/

Date:

04/26/2005

Total Attachments: 2

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## NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is effective the 30th day of December, 2004 by and between JPMORGAN CHASE BANK, N.A. (the "Bank") and VPI CORPORATION, a Wisconsin corporation (the "Company").

The Company and the Bank acknowledge the following:

A. The Bank and the Company have executed a Security Agreement dated as of December 30, 2004 (the "Security Agreement").

B. The Company owns the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.

C. The Company has granted to the Bank a security interest in the Trademarks and the goodwill of the Company's business connected with and symbolized by the Trademarks on the terms and conditions set forth in the Security Agreement.

D. Pursuant to the Security Agreement, the Company has granted to the Bank a security interest in and to all of the Trademarks and applications therefor, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof.

Dated as of the 30 day of March, 2005.

JPMORGAN CHASE BANK, N.A.

Address:

20975 Swenson Dr., Ste. 110  
Waukesha, WI 53186

BY

Name:

Title:

*Mark P. Briggs*

*Mark P. Briggs*

*First Vice President*

VPI CORPORATION

Address:

3123 S. Ninth Street  
Sheboygan, WI 53082

BY

Name:

Title:

*Robert Lee Pherson*

*Robert Lee Pherson*

*Executive Vice Pres. dat 1 CFO*

**EXHIBIT A****U.S. Trademarks**

<u>Mark</u>	<u>Jurisdiction</u>	<u>Registration Number (Appl. No.)</u>	<u>Issue Date (Filing Date)</u>	<u>Renewal/Use Declaration Date</u>
CONDUCTILE	U.S.	599,587	12/21/1954	12/21/2014
CONDUCTILE LE	U.S.	2,381,747	08/29/2000	08/29/2006
CONDUCTILE XLE	U.S.	2,296,763	11/30/1999	11/30/2005
SURFACING EVERYWHERE	U.S.	(78/434,860)	(06/14/2004)	N/A
VINYLAST	U.S.	670,542	12/02/1958	12/02/2008
VPI (Stylized)	U.S.	1,276,162	05/01/1984	05/01/2014
VPI (Stylized)	U.S.	2,793,491	12/16/2003	12/16/2009
TERRALAST	U.S.	617,400	12/13/1955	12/13/2005