

**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
Stormwater Management, Inc.		12/07/2004	CORPORATION: OREGON

**RECEIVING PARTY DATA**

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 S. 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: 10**

Property Type	Number	Word Mark
Registration Number:	2799741	STORMSCREEN
Registration Number:	2620637	COME RAIN, WE SHINE
Registration Number:	2315408	THE STORMWATER MANAGEMENT STORMFILTER
Registration Number:	1853030	CSF
Registration Number:	2236485	STORMWATER MANAGEMENT
Serial Number:	78585016	CLEAN WATER STARTS HERE
Serial Number:	78394399	STORMWATER MANAGEMENT SANDFILTER
Serial Number:	78311130	STORMWATER MANAGEMENT
Serial Number:	78304119	STORMWATER MANAGEMENT
Serial Number:	78304113	

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339  
 Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

OP \$265.00 2799741

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 27650

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	05/05/2005

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

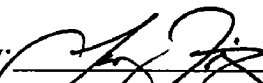
<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
	See <u>Schedule 1</u> attached hereto	

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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,

STORMWATER MANAGEMENT, INC.,  
an Oregon corporation

By:   
Name: Lenz Fritz  
Title: CEO & VP of Operations

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,

STORMWATER MANAGEMENT, INC.,  
an Oregon corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By: Andrea S. Chen  
Name: Andrea S. Chen  
Title: Officer

**Schedule 1****Stormwater Management, Inc.  
(Oregon Corporation)****U.S. Trademarks****Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
STORMSCREEN	2799741	12/30/03
COME RAIN, WE SHINE	2620637	09/17/02
THE STORMWATER MANAGEMENT STORMFILTER	2315408	02/08/00
CSF	1853030	09/06/94
STORMWATER MANAGEMENT	2236485	04/06/99

**Pending Applications**

<b>Mark</b>	<b>Application No.</b>	<b>Filing Date</b>
CLEAN WATER STARTS HERE	78585016	03/10/05
STORMWATER MANAGEMENT SANDFILTER	78394399	03/31/04
STORMWATER MANAGEMENT and Design	78311130	10/08/03
STORMWATER MANAGEMENT	78304119	09/23/03
Design only	78304113	09/23/03

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