

Form PTO-1594 (Rev. 07/05)
 OMB Collection 0951-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
 United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies): The Bank of New York, as Agent</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation- State: _____ <input checked="" type="checkbox"/> Other <u>New York Banking Corporation</u></p> <p>Citizenship (see guidelines) _____</p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) <input type="checkbox"/> Yes Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>AOQ, LLC</u> Internal Address: _____ Street Address: <u>950 Highway 57 East</u> City: <u>Collierville</u> State: <u>Tennessee</u> Country: <u>USA</u> Zip: <u>38017</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input type="checkbox"/> Corporation Citizenship _____ <input type="checkbox"/> Limited Liability <input checked="" type="checkbox"/> Other <u>Company</u> Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance /Execution Date(s) : Execution Date(s) <u>October 24, 2005</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Termination and Release of Security Interest In Trademarks</u></p>	
<p>4. Application number(s) or registration number(s) and Identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) See Schedule A attached hereto and made a part hereof</p> <p>B. Trademark Registration No.(s) See Schedule A attached hereto and made a part hereof</p> <p style="text-align: right;">Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): See Schedule A attached hereto and made a part hereof</p>	
<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Andrew E. Auerbach, Esq.</u> Internal Address: <u>Bryan Cave LLP</u> Street Address: <u>1290 Avenue of the Americas</u> City: <u>New York</u> State: <u>New York</u> Zip: <u>10104-3300</u> Phone Number: <u>212-541-1232</u> Fax Number: <u>212-904-0535</u> Email Address: <u>aeauerbach@bryancave.com</u></p>	<p>6. Total number of applications and registrations involved: 21</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ <u>540.00</u></p> <p><input type="checkbox"/> Authorized to be charged by credit card <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Enclosed</p>
<p>8. Payment Information:</p> <p>a. Credit Card Last 4 Numbers _____ Expiration Date _____</p> <p>b. Deposit Account Number <u>02-4467</u> To be charged only in the event of any deficiency in the fee presented herewith Authorized User Name _____</p>	
<p>9. Signature: <u>Sharon Elwin</u> <u>October 25, 2005</u> Signature Date</p> <p style="text-align: center;"><u>Sharon Elwin</u> Name of Person Signing</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: 5</p>	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1450

SCHEDULE A

<u>Trademark</u>	<u>Registration or Application Number</u>	<u>Filing Information</u>	
		<u>Reel/Frame</u>	<u>Recordation Date</u>
ATRYL	1,533,386	1545/0153	1/22/97
HYDROPEL	1,572,710	1545/0153	1/22/97
VIBRIN	1,742,046	1545/0153	1/22/97
VIBRIN	1,618,223	1545/0153	1/22/97
AOC	2,066,171	1706/0718	4/6/98
ULTRYL	2,235,009	1706/0718	4/6/98
VICAST	2,234,962	1706/0718	4/6/98
TRUSOFT	1,320,244	1706/0718	4/6/98
HYDROPEL	2,221,357	1706/0718	4/6/98
POLYPRESS	2,404,541	1706/0718	4/6/98
ALTEK	2,625,477	002736/0419	5/19/03
CHROMA-TEK	1,447,028	002736/0419	5/19/03
FIREPEL	2,441,299	002736/0419	5/19/03
HYCRYL	2,463,888	002736/0419	5/19/03
HYFILL	2,463,889	002736/0419	5/19/03
PULTRU	2,571,815	002736/0419	5/19/03
RAYCURE	2,613,018	002736/0419	5/19/03
RESIN.NOW	2,670,289	002736/0419	5/19/03
VIPEL	2,461,679	002736/0419	5/19/03
AOCPORT	78/124,932	002736/0419	5/19/03
VI-FIL	78/232,052	002736/0419	5/19/03

NOT RECORDED Old Cover sheet to show Proof of Payment and Recorded Date X \$

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OMB Collection 0651-0027 (exp. 6/30/2008)

10-31-2005

DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

AOC, LLC

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s):

Execution Date(s) October 24, 2005

- Assignment
- Security Agreement
- Other Termination and Release of Security Interest in Trademarks
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: The Bank of New York, as Agent

Internal

Address: _____

Street Address: One Wall Street

City: New York

State: New York

Country: USA Zip: 10286

- Association -- Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other New York Banking Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
See Schedule A attached hereto and made a part hereof

B. Trademark Registration No.(s)
See Schedule A attached hereto and made a part hereof

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
See Schedule A attached hereto and made a part hereof

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Andrew F. Auerbach, Esq.

Internal Address: Bryan Cave LLP

Street Address: 1290 Avenue of the Americas

City: New York

State: New York Zip: 10104-3300

Phone Number: 212-541-1232

Fax Number: 212-904-0535

Email Address: aeauerbach@bryancave.com

6. Total number of applications and registrations involved: 21

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 540.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 02-4467 To be charged only in the event of any deficiency in the fee presented herewith
Authorized User Name _____

9. Signature: Sharon Elwin

Signature

October 25, 2005

Date

Sharon Elwin

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

10/28/2005 ECDOPER 00000216 1533286

FC:8521

FC:8522

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500.00 OP

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TRADEMARK
REEL: 003262 FRAME: 0421

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

TERMINATION AND RELEASE, dated as of October 24, 2005, from THE BANK OF NEW YORK, as Agent to AOC, LLC, a Delaware limited liability company (the "Pledgor").

WITNESSETH:

WHEREAS, The Bank of New York acts as Agent (in such capacity, the "Agent") under that certain Third Amended and Restated Credit Agreement, dated as of March 31, 1998 (as amended, the "Credit Agreement"), among the Pledgor, as borrower, the lenders party thereto and the Agent;

WHEREAS, in order to secure its obligations under the Credit Agreement, the Pledgor entered into the Amended and Restated Patent and Trademark Security Agreement, dated as of March 31, 1998 (as amended, the "IP Security Agreement");

WHEREAS, pursuant to the IP Security Agreement, a security interest (the "Security Interest") in certain Collateral (as hereinafter defined) was granted by the Pledgor to the Agent, which Security Interest was recorded in the Trademark Division of the United States Patent & Trademark Office (the "USPTO") on the dates and at the reels and frames as set forth on Schedule A;

WHEREAS, AOC, LLC was formerly known as Alpha/Owens-Corning, L.L.C., certain of the recordations referred to on Schedule A were made against such former name and a recordation form was submitted to the USPTO to reflect such name change but such form has not as yet been received by the Agent from the USPTO; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Collateral.

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Collateral, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby agrees as follows:

1. Collateral: The term "Collateral," as used herein, shall mean all of the Pledgor's right, title and interest of every kind and nature in and to the United States trademarks and service marks set forth on Schedule A attached hereto, which trademarks are registered in the USPTO (the "Trademarks"), together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof

2. Release: The Agent hereby terminates and releases in its entirety the Security Interest in the Collateral.

3. Recordation: The Agent hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to record this release of the Security Interest in the Collateral.

NY01DOCS338264.3

**TRADEMARK
REEL: 003262 FRAME: 0422**

SCHEDULE A

Trademark	Registration or Application Number	Filing Information	
		Reel/Frame	Recordation Date
ATRYL	1,533,386	1545/0153	1/22/97
HYDROPEL	1,572,710	1545/0153	1/22/97
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