

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Grant of Security Interest (Term Credit Agreement)

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
AlSCO Metals Corporation		08/01/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	CITICORP North America, Inc.
<b>Street Address:</b>	388 Greenwich Street, 20th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10013
<b>Entity Type:</b>	Collateral Agent:

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Registration Number:	1717481	ALSCO
Registration Number:	1793386	ALSCO
Registration Number:	1553451	AMERIMARK
Registration Number:	2494508	DENNY
Registration Number:	1792362	H
Registration Number:	1791283	HASTINGS
Serial Number:	78673340	CONTOURS COLLECTION
Registration Number:	2462482	VALUBILT
Serial Number:	78673346	ZIP-SHIELD
Registration Number:	2843080	CEDAR SUPREME
Registration Number:	3027005	DYMALAR
Registration Number:	2951695	GUTTER-TUFF
Registration Number:	2942166	ASHBROOKE
Serial Number:	78677340	PREVENT

CH \$465.00 1717481

Serial Number:	78678101	SUREFIT CLIP
Serial Number:	78678835	GUTTER GOALIE
Serial Number:	78834053	WATER MAG-NET
Serial Number:	78876615	FEATURES WATER MAG-NET TECHNOLOGY

**CORRESPONDENCE DATA**

Fax Number: (212)354-8113

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

Phone: 212-819-8923

Email: trademarkdocket@whitecase.com

Correspondent Name: Matthew Bart c/o White & Case LLP

Address Line 1: 1155 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1111828-0010
NAME OF SUBMITTER:	Matthew Bart
Signature:	/Matthew Bart/
Date:	08/31/2006

**Total Attachments: 6**

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GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, AlSCO Metals Corporation, a Delaware corporation (the "Grantor") with principal offices at 25825 Science Park Drive, Suite 400, Beachwood, Ohio 44122, hereby grants to CITICORP NORTH AMERICA, INC., as Collateral Agent for the Secured Creditors under the Term Credit Agreement, with principal offices at 388 Greenwich Street, 20th Floor, New York, New York 10013 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the U.S. Security Agreement among the Grantor, the other Assignors from time to time party thereto and the Grantee, dated as of August 1, 2006 (as amended, modified, restated and/or supplemented from time to time, the "U.S. Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.


This Grant has been granted in conjunction with the security interest granted to the Grantee under the U.S. Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the U.S. Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the U.S. Security Agreement, the provisions of the U.S. Security Agreement shall govern.

AMC term trademark grant

**TRADEMARK**  
**REEL: 003382 FRAME: 0476**

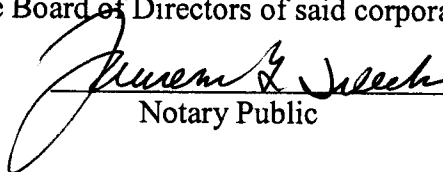
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 1<sup>st</sup> day of August, 2006.

ALSCO METALS CORPORATION, Grantor

By:   
Name: *Sean M. Stack*  
Title: *Senior VP, Treasurer and Assistant Secretary*

STATE OF New York )  
COUNTY OF New York ) ss:

On this 1st day of August, 2006, before me personally came Sean M. Stack  
who, being by me duly sworn, did state as follows: that [s]he is SVP of ALSCO  
METALS CORPORATION., that [s]he is authorized to execute the foregoing Grant on behalf of  
said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

  
Notary Public

**LAURENCE F. WEEKS**  
Notary Public, State of New York  
No. 01WE8138790  
Qualified in New York County  
Certificate on file in New York County  
My Commission Expires 1/23/2010

Grant of Security in Trademarks - Term

**TRADEMARK**  
**REEL: 003382 FRAME: 0478**

CITICORP NORTH AMERICA, INC.,  
as Collateral Agent and Grantee

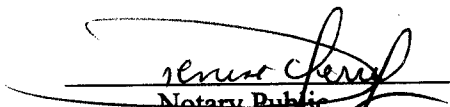
By:   
Name: KEITH R. GERDING  
Title: Vice President

Grant of Security Interest in Trademarks - Term

TRADEMARK  
REEL: 003382 FRAME: 0479

STATE OF New York )  
 ) ss.:  
COUNTY OF New York )

On this \_\_\_ day of August, 2006, before me personally came \_\_\_\_\_  
Keith R. Gerding who, being by me duly sworn, did state as follows: that [s]he is  
Vice President of Citicorp North America, Inc., that [s]he is authorized to execute the  
foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of  
Directors of said corporation.

  
Notary Public  
**DENISE C. PERRY**  
Notary Public, State of New York  
No. 01PE604504  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires: 07/31/2010

Grant of Security Interest in Trademarks - Term

TRADEMARK  
REEL: 003382 FRAME: 0480

SCHEDULE A

<u>OWNER</u>	<u>COUNTRY</u>	<u>MARK</u>	<u>APP/REG. NO.</u>	<u>APP/REG. DATE</u>
AlSCO Metals Corporation	US	ALSCO	1,717,481	9/22/1992
AlSCO Metals Corporation	US	ALSCO & Design	1,793,386	9/21/1993
AlSCO Metals Corporation	US	AMERIMARK	1,553,451	8/29/1989
AlSCO Metals Corporation	US	DENNY	2,494,508	10/2/2001
AlSCO Metals Corporation	US	H and DESIGN	1,792,362	9/14/1993
AlSCO Metals Corporation	US	HASTINGS	1,791,283	9/7/1993
AlSCO Metals Corporation	US	CONTOURS COLLECTION	78/673,340	7/19/2005
AlSCO Metals Corporation	US	VALUBILT	2,462,482	6/19/2001
AlSCO Metals Corporation	US	ZIP-SHIELD	78/673,346	7/19/2005
AlSCO Metals Corporation	US	CEDAR SUPREME	2,843,080	5/18/2004
AlSCO Metals Corporation	US	DYMALAR	3,027,005	12/13/2005
AlSCO Metals Corporation	US	GUTTER-TUFF	2,951,695	5/17/2005
AlSCO Metals Corporation	US	ASHBROOKE	2,942,166	4/19/2005
AlSCO Metals Corporation	US	PREVENT	78/677,340	7/26/2005
AlSCO Metals Corporation	US	SUREFIT CLIP	78/678,101	7/26/2005
AlSCO Metals Corporation	US	GUTTER GOALIE	78/678,835	7/26/2005
AlSCO Metals Corporation	US	WATER MAGNET	78/834,053	3/10/2006
AlSCO Metals Corporation	US	FEATURES WATER MAG-NET TECHNOLOGY and Design	78-876,615	5/4/2006

AMC term trademark grant

534809

RECORDED: 08/31/2006

TRADEMARK  
REEL: 003382 FRAME: 0481