

TRADEMARK ASSIGNMENT

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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Henkel AG & Co. KGaA		12/07/2011	Partnership limited by shares: GERMANY

**RECEIVING PARTY DATA**

<b>Name:</b>	Ergon Asphalt & Emulsions, Inc.
<b>Street Address:</b>	2829 Lakeland Drive
<b>City:</b>	Jackson
<b>State/Country:</b>	MISSISSIPPI
<b>Postal Code:</b>	39232
<b>Entity Type:</b>	CORPORATION: MISSISSIPPI

**PROPERTY NUMBERS Total: 17**

Property Type	Number	Word Mark
Registration Number:	0305707	ASPLIT
Registration Number:	3889163	P
Registration Number:	0649154	CORLOK
Registration Number:	0677204	FURALAC
Registration Number:	1646036	H.E.S.
Registration Number:	1292587	HB
Registration Number:	1292586	K-14
Registration Number:	1625504	PACMASTIC
Registration Number:	1538178	PENNCHEM
Registration Number:	0620643	PENNCOAT
Registration Number:	1118799	PENNGUARD
Registration Number:	1121020	PENNGUARD
Registration Number:	0611297	PENNPPLY
Registration Number:	0610258	PENNPRIME

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**TRADEMARK**

Registration Number:	0682391	PENNTROWEL
Registration Number:	1309009	TUFCHEM
Registration Number:	0749291	TUFCHEM

**CORRESPONDENCE DATA**

Fax Number: 6123317401

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 612-331-7400

Email: akaplan@iplmgroup.com

Correspondent Name: IPLM Group, P.A./Tanya S. D'Souza

Address Line 1: P.O. Box 18455

Address Line 4: Minneapolis, MINNESOTA 55418

ATTORNEY DOCKET NUMBER:	178-T-039US01
NAME OF SUBMITTER:	Tanya S. D'Souza
Signature:	/Tanya S. D'Souza/
Date:	04/16/2012

**Total Attachments: 3**

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TRADEMARK ASSIGNMENT

This Trademark Assignment is by and between Henkel AG & Co. KGaA, a partnership limited by shares organized under the laws of Germany, with an address at Henkelstrasse 67, Düsseldorf, Federal Republic of Germany D-40589 (hereinafter "Assignor"), and Ergon Asphalt & Emulsions, Inc., a corporation organized under the laws of the State of Mississippi having its principal place of business at 2829 Lakeland Drive; Jackson, Mississippi 39232 (hereinafter "Assignee").

WHEREAS, Assignor's affiliate, Henkel Corporation, is selling certain assets to Assignee, pursuant to the Asset Purchase and Sale Agreement, dated December 9, 2011 (the "Effective Date"), by and between Henkel Corporation and Assignee (the "Asset Purchase Agreement"); and

WHEREAS, those assets sold pursuant to the Asset Purchase Agreement include, without limitation, certain trademark applications and registrations owned by Assignor and identified in Schedule A hereto (collectively, the "Trademarks"); and

WHEREAS, Assignee desires to acquire the entire right, title and interest in and to said Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, as of the Effective Date, does hereby sell, assign and transfer to Assignee, and its successors and assigns, the entire right, title and interest in the Trademarks, together with the goodwill symbolized by said Trademarks and the applications and registrations therefore, such Trademarks to be held and enjoyed by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this assignment and sale not been made.

IN WITNESS WHEREOF, Assignor and Assignee have signed this Trademark Assignment as of this 7th day of December, 2011.

HENKEL A.G. & Co. KGaA

ERGON ASPHALT & EMULSIONS, INC.

By: [Signature]  
Name: Amy Span Wergeles  
Title:

By: [Signature]  
Name: J. Baxter Burns II  
Title: President

By: [Signature]  
Name: Lizette E. Sayah  
Title:

STATE OF Connecticut :  
COUNTY OF Hartford : SS: Rocky Hill

STATE OF Mississippi :  
COUNTY OF Hinds : SS:

Before me personally appeared Amy Span Wergeles, to me known to be the same person described in and who executed the foregoing instrument, and acknowledged that he/she executed the same, of his/her own free will and for the purposes set forth.

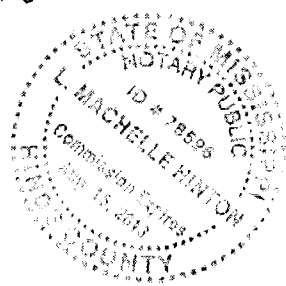
Before me personally appeared J. Baxter Burns II to me known to be the same person described in and who executed the foregoing instrument, and acknowledged that he/she executed the same, of his/her own free will and for the purposes set forth.

Sworn to before me and subscribed in my presence this 1st day of December, 2011.

Sworn to before me and subscribed in my presence this 7th day of December, 2011.

[Signature]  
Notary Public:  
My commission expires: **BEVERLY ARCARO**  
**NOTARY PUBLIC**  
**MY COMMISSION EXPIRES SEP. 30, 2014**

[Signature]  
Notary Public:  
My commission expires: **8-15-13**



Schedule A  
United States

Trademark	Country	Status	Class/Goods	App. Date	App. No.	Reg. Date	Reg. No.	Owner of Record
ASPLIT	US	Registered	19: Self-hardening, acid- and water-proof construction cements	15-Mar-1933	71/335669	22-Aug-1933	0305707	Henkel AG & Co. KGaA
BILLY PENNGUARD Design	US	Registered	2: Borosilicate block barrier coating for use with chimney liners for corrosion prevention in flue gas chimneys; 19: Urethane asphalt barrier coating for use with chimney liners for corrosion prevention in flue gas chimneys	25-Mar-2010	77/968305	14-Dec-2010	3889163	Henkel AG & Co. KGaA
CORLOK	US	Registered	19: Self-hardening silicate cement with no sodium or fluorides	14-Mar-1956	72/004562	30-Jul-1957	0649154	Henkel AG & Co. KGaA
FURALAC	US	Registered	19: Cement powders and cement resins which are combined in use to form a self-hardening mortar	24-Dec-1957	72/042990	21-Apr-1959	0677204	Henkel AG & Co. KGaA
H.E.S.	US	Registered	19: Cement powder for use as a bonding mortar	27-Jul-1990	74/082592	28-May-1991	1646036	Henkel AG & Co. KGaA
HB	US	Registered	1: Chemical compositions for forming acid-resistant mortar	5-Jul-1983	73/433344	4-Sep-1984	1292587	Henkel AG & Co. KGaA
K-14	US	Registered	1: Chemical compositions for forming acid-resistant mortar	5-Jul-1983	73/433343	4-Sep-1984	1292586	Henkel AG & Co. KGaA
PACMASTIC	US	Registered	2: Asphalt based mastic coatings for protecting concrete and steel from corrosion	12-Dec-1989	74/010262	4-Dec-1990	1625504	Henkel AG & Co. KGaA
PENNCHEM	US	Registered	19: Resinous mortar comprising separately packaged powder and liquid resin to be mixed prior to use	28-Oct-1988	73/760503	9-May-1989	1538178	Henkel AG & Co. KGaA

PENNCOAT	US	Registered	19: Asphalt both in bulk and sheet form sold for use primarily in forming protective linings and innerlinings	1-Jul-1954	71/669285	7-Feb-1956	0620643	Henkel AG & Co. KGaA
PENNGUARD	US	Registered	19: Acid resistant blocks for construction purposes	19-Dec-1977	73/152584	22-May-1979	1118799	Henkel AG & Co. KGaA
PENNGUARD	US	Registered	19: Two-component adhesive membrane kit for construction purposes	27-Feb-1978	73/160079	26-Jun-1979	1121020	Henkel AG & Co. KGaA
PENNPPLY	US	Registered	17: Fibre glass sheet material used to reinforce asphaltic or similar plastic coatings	1-Jul-1954	71/669287	30-Aug-1955	0611297	Henkel AG & Co. KGaA
PENNPRIME	US	Registered	2: Liquid primer for treating concrete and metal surfaces for reception of bituminous coatings and linings	1-Jul-1954	71/669286	9-Aug-1955	0610258	Henkel AG & Co. KGaA
PENNTROWEL	US	Registered	19: Powder, resin, and hardener for preparing a chemical-setting resurfacing mortar	22-Apr-1958	72/050184	28-Jul-1959	0682391	Henkel AG & Co. KGaA
TUFCHEM	US	Registered	19: Two-component silicate concrete mix	22-Aug-1983	73/440481	11-Dec-1984	1309009	Henkel AG & Co. KGaA
TUFCHEM	US	Registered	19: Resin for incorporation in a flooring surface mortar	12-Jul-1962	72/148905	14-May-1963	0749291	Henkel AG & Co. KGaA