EXPRESS MAIL AIRBILL NO. EM149889735US

MRD 6-19-98

FORM
Expires 06/
OMB 0651-

06-29-1998

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [X] New
- [ ] Resubmission (Non-Recordation) Document ID #
- [ ] Correction of PTO Error Reel # Frame #
- [ ] Corrective Document Reel # Frame #

Conveyance Type

- [X] Assignment
- [ ] License
- [ ] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [ ] Other

Effective Date Month Day Year: 05201998

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: Bloomsburg Carpet Industries, Inc.

Execution Date Month Day Year: 05201998

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [X] Corporation [ ] Association

[ ] Other

[ ] Citizenship/State of Incorporation/Organization

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: PNC Bank, National Association

DBA/AKA/TA:

Composed of:

Address (line 1): Two PNC Plaza, 18th Floor

Address (line 2): 620 Liberty Avenue

Address (line 3): Pittsburgh (City) Pennsylvania (State/Country) 15222 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[ ] Corporation [ ] Association

[X] Other: Banking Association

[ ] If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. *(Designation must be a separate document from Assignment.)*

[ ] Citizenship/State of Incorporation/Organization

06/25/1998 DNGUYEN 00000184 75358672
01 FC:481 40.00 OP

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington D.C. 20231

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FORM PTO-1618B
Expires 06/30/99
OMB 0651-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name	Gregory A. Steve, Vice President
Address (line 1)	Two PNC Plaza, 18th Floor
Address (line 2)	620 Liberty Avenue
Address (line 3)	Pittsburgh, Pennsylvania 15222
Address (line 4)	

Correspondent Name and Address

Area Code and Telephone Number (412)355-2627

Name	F. X. Matt, Esquire
Address (line 1)	58th Floor, USX Tower
Address (line 2)	600 Grant Street
Address (line 3)	Pittsburgh, Pennsylvania 15219
Address (line 4)	

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 3

Trademark Application Number(s) or Registration Number(s)

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
75/358672					

Number of Properties

Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 40.00

Method of Payment: Enclosed [X] Deposit Account [ ]

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 50-0287

Authorization to charge additional fees: Yes [X] No [ ]

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing	Signature	Date Signed
Raymond J. Harmuth	Raymond J. Harmuth	6-19-98

Schedule A to Assignment for Security

TRADEMARKS OWNED BY BLOOMSBURG CARPET INDUSTRIES, INC.

MARK	APPLICATION OR REGISTRATION NO.	COUNTRY	DATE OF REGISTRATION
Silver Creek (and Design)	75/358672	U.S.A.	September 17, 1997

ASSIGNMENT FOR SECURITY

TRADEMARKS

WHEREAS, BLOOMSBURG CARPET INDUSTRIES, INC., a Delaware corporation (the "Assignor") has adopted, used and is using the trademarks and tradenames listed on the annexed Schedule A, which trademarks are registered, to the extent indicated, in the United States Patent and Trademark office (the "Trademarks");

WHEREAS, Assignor is obligated to PNC BANK, NATIONAL ASSOCIATION, as agent for the lenders from time to time party to that certain Loan and Security Agreement, dated as of May 20, 1998 (in its capacity as agent acting for the benefit of itself and such lenders, the "Assignee") and has entered into a Security Agreement and Mortgage - Trademarks dated as of the date hereof (the "Trademark Security Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Trademark Security Agreement, Assignor has assigned to Assignee, and granted to Assignee a mortgage on, pledge of and security interest in, all right, title and interest of Assignor in and to the Trademarks, together with the good will of the business symbolized by the Trademarks, and the registrations or applications for registration thereof, and all proceeds thereof, including, without limitation, any royalties, claims for past, present and future infringement and proceeds of sale or other disposition thereof (the "Trademark Collateral") to secure the payment of the Obligations (as defined in the Trademark Security Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor does hereby further assign unto Assignee and grant to Assignee (for the benefit of the Assignee and such lenders) a mortgage on, pledge of and security interest in the Trademark Collateral to secure prompt payment of the Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, mortgage on, pledge of and security interest in the Collateral made and granted hereby are more fully set forth in the Trademark Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth in this Assignment.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the 20th day of May, 1998.

ASSIGNOR:
BLOOMSBURG CARPET INDUSTRIES, INC.

[Corporate Seal)

By: _____
Title: President

ACKNOWLEDGMENT

STATE OF New York)
) SS:
COUNTY OF New York)

On this, the 20th day of May, 1998, before me, a Notary Public, the undersigned officer, personally appeared Thomas J. Habib, who acknowledged himself/herself to be the President of BLOOMSBURG CARPET INDUSTRIES, INC., a Delaware corporation and that he/she, in such capacity, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing on behalf of said corporation in such capacity.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Cassandra Lowe
Notary Public

My commission expires:

CASSANDRA LOWE
Notary Public, State of New York
No. 24-4982454
Qualified in Kings County
My Commission Expires June 3, 1999

DOEPKEN KEEVICAN & WEISS
Professional Corporation
Attorneys at Law

Fax: (412) 355-2609
E-Mail: dkwlaw@dkwlaw.com

58th Floor, USX Tower
600 Grant Street
Pittsburgh, Pennsylvania 15219-2703
(412) 355-2600

Cleveland, OH
Detroit, MI
Harrisburg, PA

Writer's Direct Dial:
(412) 355-8151
lperri@dkwlaw.com

June 19, 1998

VIA U.S. EXPRESS MAIL AIRBILL NO. EM149889735US

Box Assignments
Commissioner of Patents & Trademarks
Washington, DC 20231

Re: Recorder of Assignment for Security of U.S. Trademark Application 75/358672 filed September 17, 1997 for the mark "Silver Creek Carpet" (and design)

Dear Commissioner:

Enclosed herewith please find for recordation an Assignment For Security - Trademark in which applicant, Bloomsburg Carpet Industries, Inc. is assigning a security interest in its U.S. Trademark Application Serial Number 75/358672 for mark:

Silver Creek Carpet (as design)

to PNC Bank, N.A. Also enclosed is a Trademark Recordation Cover Sheet , a certificate of express mailing and a post card describing the materials being filed herewith and a check in the amount of $40.00 to cover the recordation fee.

So that I may confirm receipt, kindly stamp the enclosed post card with the date of receipt thereon and return to the undersigned.

Thank you for your attention to this matter. If you should have any questions, please feel free to contact me at the above number.

Very truly yours,

F.X. Matt

FXM/lmp
Enclosures
cc: Donald E. Ambrose, Esq.
Raymond J. Harmuth, Esq.
206078_1.WPD

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application No.: 75-358,672
Filed: September 17, 1997
For: "SILVER CREEK" (and design)

Commissioner of Patents and Trademarks
Washington, D.C. 20231

EXPRESS MAIL CERTIFICATE

"Express Mail" label number EM149889735 U.S.

Date of Deposit: June 19, 1998

I hereby certify that the following attached paper and/or fee:

1) Cover letter from F.X. Matt, Esq. to Commissioner of Patents and Trademarks dated June 19, 1998 requesting recording of Assignment of U.S. Tradmark Application No. 75-358,672 from Bloomsburg Carpet Industries, Inc. to PNC Bank, National Association (1 page); 2) Recordation Form Cover Sheet for the recording of the above-described Assignment (in duplicate); 3) Trademark Assignment assigning U.S. Trademark Application No. 75-358,672 from Bloomsburg Carpet Industries, Inc. to PNC Bank, National Association. (3 pages); 4) check in the amount of $40.00, covering the filing fee; and 5) Express Mail Certificate (1 page).

is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 in an envelope addressed to: Box Assignments, Commissioner of Patents and Trademarks, Washington, D.C. 20231 on June 19, 1998.

F.X. Matt, Esq.
(Typed or Printed Name of Person Mailing Correspondence)

F.X. Matt
(Signature of Person Mailing Correspondence)

EM149889854 U.S.
("Express Mail" Mailing Label Number)

206403_1.WPD

EXPRESS MAIL AIRBILL NO. EM149889735US

FORM PTO-1618A
Expires 06/30/99
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Rec. 1/24/98 Am. 0723

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Name of Person Signing	Signature	Date Signed
Raymond J. Hamuth	Raymond J. Hamuth	6-19-98