

04-24-2002

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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

ALM Custom Soils, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: _____, 2002

2. Name and address of receiving party(ies)

Name: A. A. Will Sand & Gravel, Inc.

Internal Address: 125 Turnpike Street

Street Address: _____

City: Canton State MA Zip: 02021

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Massachusetts
- Other

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1,624,873

(11/27/90; renewed 3/23/01)

Additional number(s) attached Yes No

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

Name: Frederick L. Trilling, Esq.

Internal Address: LEMELMAN & TRILLING

Street Address: 77 Franklin Street, 10th Fl.

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

FREDERICK L. TRILLING

Name of Person Signing

Signature

4/3/02

Date

9

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

04/23/2002 TDIAZI

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TRADEMARK
REEL: 002490 FRAME: 0136

PTO-1594

MID

RECC... FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

0651-0011 (exp. 4/94) 1-15-98

01/15/1998



100605807

To the Honorable Commissioner of Patent

... original documents or copy thereof.

Name of conveying party(ies):
Read Sand and Gravel, Inc.

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

Additional name(s) of conveying party(ies) attached? Yes No

Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Effective Date: December 30, 1997

Name and address of receiving party(ies)

Name: ALM Custom Soils, Inc.

Internal Address: _____

Street Address: 71 Pine Street

City: Natick State: MA ZIP: 01760

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other _____

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)

Additional name(s) & address(es) attached? Yes No

Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,624,873 11/27/90

Additional numbers attached? Yes No

Name and address of party to whom correspondence concerning document should be mailed:

Name: Peter J. Cacioppo

Internal Address: Riemer & Braunstein

Street Address: Three Center Plaza

City: Boston State: MA ZIP: 02108

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

USPS Form 0000190 1624873
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DO NOT USE THIS SPACE

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.

Peter J. Cacioppo
Name of Person Signing

1/14/98

Date

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

TRADEMARK

REGISTERED TRADEMARK ASSIGNMENT

This REGISTERED TRADEMARK ASSIGNMENT is made March 29, 2002 by ALM CUSTOM SOILS, INC., a Massachusetts corporation with an address at 71 Pine Street, Natick, MA, 01760 ("Seller") to A. A. WILL SAND & GRAVEL CORP., a Massachusetts corporation with an address at 125 Turnpike Street, Canton, MA, 02021 ("Buyer").

WHEREAS, Buyer has agreed to acquire from Seller all of Seller's right, title and interest in and to the trademark specified in Schedule A hereto (the "Trademark").

NOW, THEREFORE, in consideration of the foregoing, as well as for other good and valuable consideration, the receipt of which is hereby acknowledged, Seller hereby sells, assigns, transfers and sets over to Buyer, its successors and assigns, all of Seller's right, title and interest in and to the Trademark and the registrations thereof and the applications pending therefor, together with the goodwill of the business symbolized by the Trademark, and including the rights to file and obtain renewals of the registrations thereof.

After the delivery of this Assignment, Seller shall, upon request of Buyer, execute and deliver such additional documents and instruments, and perform such additional acts, as may be required to perfect Buyer's right, title and interest in and to the Trademark acquired by Buyer hereunder.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed by its duly authorized officer as of the date referenced above.

ALM CUSTOM SOILS INC.

By: Anthony P. McKimelley
Name: Anthony P. McKimelley
Title: President

A. A. WILL SAND & GRAVEL CORP.

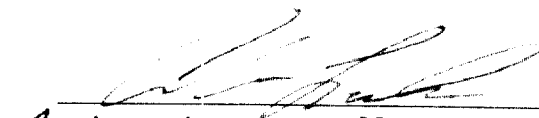
By: Terry L. Driscoll
Name: TERRY L. DRISCOLL
Title: PRESIDENT

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS.

Dated: 3/29, 2002

Then personally appeared the above-named Anthony P. Michinello President of ALM CUSTOM SOILS, INC. and acknowledged the foregoing to be the free act and deed of ALM CUSTOM SOILS, INC., before me,


Andrew Lemelman, Notary Public


My Commission Expires: 7/5/08

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS.

Dated: 3/29, 2002

Then personally appeared the above-named Tommy Driscoll as President of A. A. WILL SAND & GRAVEL CORP. and acknowledged the foregoing to be the free act and deed of A. A. WILL SAND & GRAVEL CORP., before me,


Andrew Lemelman, Notary Public

My Commission Expires: 7/5/08

CUSTOM-SOILS-RTA (c:\jrmj\2002\March)

TRADEMARK ASSIGNMENT

Read Sand and Gravel, Inc., a Massachusetts Corporation, having its principle place of business at 171 VFW Drive, Rockland, Massachusetts 02370, has used and is using the below identified trademark and is the owner of the below identified United States trademark registration, including the goodwill of the business connected with the use of, and symbolized by, said mark.

For good and valuable consideration, the receipt of which is hereby acknowledged, Read Sand and Gravel, Inc. hereby assigns to ALM Custom Soils, Inc., a Massachusetts Corporation, having its principle place of business at 71 Pine Street, Natick, Massachusetts 01760, the entire rights, title and interests, in and to the following trademark registration and the trademark which is the subject thereof, including the goodwill of the business connected with the use of, and symbolized by, said mark.

MARK	REGISTRATION NO.	REGISTRATION DATE
See attached Exhibit A which is incorporated by reference herein.	1,624,873	November 27, 1990

Read Sand and Gravel, Inc. further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by ALM Custom Soils, Inc. to effectuate this assignment.

Witness my hand this 30 day of December 1997.

READ SAND AND GRAVEL, INC.

By: William A. Read
William A. Read
President and Treasurer

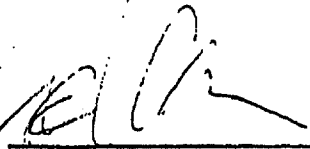
COMMONWEALTH OF MASSACHUSETTS

County of Plymouth

DEC. 30, 1997

The foregoing instrument of Trademark Assignment was acknowledged before me by William A. Read, as President and Treasurer, of Read Sand and Gravel, Inc. to be his free act and deed and the free act and deed of said Corporation.

Witness my hand and official seal.



Notary Public CARL B. NEIL ANSON

My Commission Expires: 1/6/2000

REGISTERED TRADEMARK ASSIGNMENT

This REGISTERED TRADEMARK ASSIGNMENT is made March 29, 2002 by ALM CUSTOM SOILS, INC., a Massachusetts corporation with an address at 71 Pine Street, Natick, MA, 01760 ("Seller") to A. A. WILL SAND & GRAVEL CORP., a Massachusetts corporation with an address at 125 Turnpike Street, Canton, MA, 02021 ("Buyer").

WHEREAS, Buyer has agreed to acquire from Seller all of Seller's right, title and interest in and to the trademark specified in Schedule A hereto (the "Trademark").

NOW, THEREFORE, in consideration of the foregoing, as well as for other good and valuable consideration, the receipt of which is hereby acknowledged, Seller hereby sells, assigns, transfers and sets over to Buyer, its successors and assigns, all of Seller's right, title and interest in and to the Trademark and the registrations thereof and the applications pending therefor, together with the goodwill of the business symbolized by the Trademark, and including the rights to file and obtain renewals of the registrations thereof.

After the delivery of this Assignment, Seller shall, upon request of Buyer, execute and deliver such additional documents and instruments, and perform such additional acts, as may be required to perfect Buyer's right, title and interest in and to the Trademark acquired by Buyer hereunder.

IN WITNESS WHEREOF, Seller has caused this instrument to be executed by its duly authorized officer as of the date referenced above.

ALM CUSTOM SOILS INC.

By: Anthony P. Nickinelly
Name: Anthony P. Nickinelly
Title: President

A. A. WILL SAND & GRAVEL CORP.

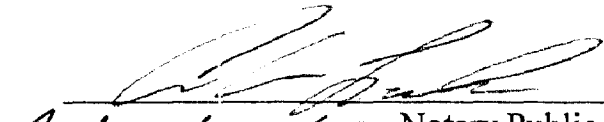
By: Terry D. Sall
Name: Terry D. Sall
Title: PRESIDENT

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS.

Dated: 3/29, 2002

Then personally appeared the above-named Anthony P. Richards President of ALM CUSTOM SOILS, INC. and acknowledged the foregoing to be the free act and deed of ALM CUSTOM SOILS, INC., before me,



Andrew Lemelman, Notary Public

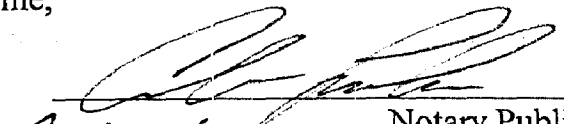
My Commission Expires: 7/5/08

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS.

Dated: 3/27, 2002

Then personally appeared the above-named Tom Rodwell as President of A. A. WILL SAND & GRAVEL CORP. and acknowledged the foregoing to be the free act and deed of A. A. WILL SAND & GRAVEL CORP., before me,



Andrew Lemelman, Notary Public

My Commission Expires: 7/5/08

CUSTOM-SOILS-RTA (c:\j\mj\2002\March)

TRADEMARK ASSIGNMENT

Read Sand and Gravel, Inc., a Massachusetts Corporation, having its principle place of business at 171 VFW Drive, Rockland, Massachusetts 02370, has used and is using the below identified trademark and is the owner of the below identified United States trademark registration, including the goodwill of the business connected with the use of, and symbolized by, said mark.

For good and valuable consideration, the receipt of which is hereby acknowledged, Read Sand and Gravel, Inc. hereby assigns to ALM Custom Soils, Inc., a Massachusetts Corporation, having its principle place of business at 71 Pine Street, Natick, Massachusetts 01760, the entire rights, title and interests, in and to the following trademark registration and the trademark which is the subject thereof, including the goodwill of the business connected with the use of, and symbolized by, said mark.

MARK	REGISTRATION NO.	REGISTRATION DATE
See attached Exhibit A which is incorporated by reference herein.	1,624,873	November 27, 1990

Read Sand and Gravel, Inc. further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by ALM Custom Soils, Inc. to effectuate this assignment.

Witness my hand this 30 day of December 1997.

READ SAND AND GRAVEL, INC.

By: William A. Read
William A. Read
President and Treasurer

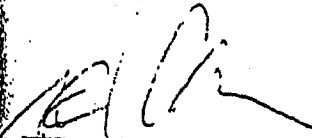
COMMONWEALTH OF MASSACHUSETTS

County of Plymouth

DEC. 30, 1997

The foregoing instrument of Trademark Assignment was acknowledged before me by William A. Read, as President and Treasurer, of Read Sand and Gravel, Inc. to be his free act and deed and the free act and deed of said Corporation.

Witness my hand and official seal.


Notary Public CARL B. NEIL

My Commission Expires: 1/6/2000