

05-23-2001

Reference No. 14005/10249

MRP
5-15-01



T

To the Honorable Commissioner of

101725989

ached original documents or copies thereof.

1. Name of conveying party(ies):

NATIONAL GYPSUM PROPERTIES, LLC

- Individuals
- Association
- General Partnership
- Limited Partnership
- Limited liability company-Delaware
- Other _____

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

2. Name and address of receiving party(ies):

BANK OF AMERICA, N.A.

100 North Tryon Street
Charlotte, North Carolina 28255

- 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

(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached?

Yes No

3. Nature of Conveyance:

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

Execution Date: April 23, 2001

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

See Schedule A

See Schedule A

Additional numbers attached? Yes No

5. Mail correspondence to:

Richard H. Anderson
MARSHALL, O'TOOLE, GERSTEIN,
MURRAY & BORUN
6300 Sears Tower -- 233 South Wacker Drive
Chicago, Illinois 60606
(312) 474-6300

6. Total number of applications and registrations involved: 64

7. Attached is a check in the amount of \$1,615.00 the total fee due pursuant to 37 C.F.R. §3.41.

8. Commissioner is hereby authorized to charge any deficiency in the amount enclosed or any additional fees which may be required under 37 C.F.R. §3.41, or credit any overpayment, to Deposit Account No. 13-2855. A copy of this Recordation Form Cover Sheet is enclosed.

9. 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.

Richard H. Anderson
Name of Person Signing

Richard H. Anderson May 11, 2001
Signature Date

Total number of pages comprising cover sheet: 10

TRADEMARKS AND TRADEMARK APPLICATIONSPending Trademarks for National Gypsum Properties, LLC

Serial No	Country	Filed	Mark
075/558041	UNITED STATES	9/24/98	THREE BAR LOGO
075/437711	UNITED STATES	2/20/98	FLEXTECH
075/199655	UNITED STATES	11/18/96	ARMOR WALL
075/432355	UNITED STATES	2/11/98	SAXON
075/585006	UNITED STATES	11/09/98	GRIDTEX
076/066704	UNITED STATES	6/09/00	GRIDSTONE
076/127732	UNITED STATES	9/13/00	MISCELLEANOUS DESIGN (HORIZONTAL BARS)
076/127731	UNITED STATES	9/13/00	EXCELLENCE ACROSS THE BOARD
076/127730	UNITED STATES	9/13/00	MISCELLANEOUS DESIGN (HORIZONTAL BARS)
076/127674	UNITED STATES	9/13/00	EXCELLENCE ACROSS THE BOARD AND DESIGN
076/127673	UNITED STATES	9/13/00	EXCELLENCE ACROSS THE BOARD AND DESIGN
076/127113	UNITED STATES	9/13/00	EXCELLENCE ACROSS THE BOARD
076/127112	UNITED STATES	9/13/00	EXCELLENCE ACROSS THE BOARD
076/127111	UNITED STATES	9/13/00	MISCELLANEOUS DESIGN (HORIZONTAL BARS)
076/127109	UNITED STATES	9/13/00	EXCELLENCE ACROSS THE BOARD AND DESIGN

Registered Trademarks of National Gypsum Properties, LLC

Reg No	Country	Reg Date	Mark
761805	UNITED STATES	12/24/63	CONTEMPO-WALL

1327970	UNITED STATES	4/02/85	CORPORATE LOGO (MISC. DESIGN)
1393604	UNITED STATES	5/20/86	CORPORATE LOGO (MISC. DESIGN)
1095192	UNITED STATES	7/04/78	CORPORATE LOGO (MISC. DESIGN)
1169307	UNITED STATES	9/15/81	CORPORATE LOGO
1164667	UNITED STATES	8/11/81	CORPORATE LOGO (MISC DESIGN)
1157440	UNITED STATES	6/09/81	CORPORATE LOGO (MISC DESIGN)
1329013	UNITED STATES	4/02/85	CORPORATE LOGO (MISC. DESIGN)
1585679	UNITED STATES	3/06/90	DURABASE
693038	UNITED STATES	2/16/60	DURASAN
876329	UNITED STATES	9/09/69	E-Z STRIP
735169	UNITED STATES	7/31/62	FIRE-SHIELD
1155294	UNITED STATES	5/26/81	GB-350
973177	UNITED STATES	11/20/73	GOLD BOND
1529318	UNITED STATES	3/14/89	GOLD BOND
412668	UNITED STATES	3/20/45	GOLD BOND
594416	UNITED STATES	8/31/54	GOLD BOND
1465484	UNITED STATES	11/17/87	GRIDSTONE
403210	UNITED STATES	9/14/43	GYP SOLITE
788375	UNITED STATES	4/20/65	KAL-KORE
795013	UNITED STATES	8/31/65	KAL-KORNER BEAD
749297	UNITED STATES	5/14/63	KAL-KOTE
788376	UNITED STATES	4/20/65	KAL-MESH
1568393	UNITED STATES	11/28/89	MR
739602	UNITED STATES	10/23/62	MULTI-FLEX
1119473	UNITED STATES	6/05/79	PERFECT SPRAY
777579	UNITED STATES	9/22/64	QUIK-TREAT
1494275	UNITED STATES	6/28/88	SEASPRAY
1590909	UNITED STATES	4/10/90	SEASPRAY MVR
942219	UNITED STATES	9/05/72	STA-SMOOTH
1253777	UNITED STATES	10/11/83	TAPERS CHOICE

826673	UNITED STATES	4/04/67	TRIPLE-T
1512681	UNITED STATES	11/15/88	ULTRA LITE
995164	UNITED STATES	10/08/74	UNI-KAL
1746515	UNITED STATES	1/26/93	X-KALIBUR
1862149	UNITED STATES	11/08/94	PROFORM
1765893	UNITED STATES	4/20/93	STA-SMOOTH HS
1858619	UNITED STATES	10/18/94	HIGH FLEX
2373391	UNITED STATES	8/01/00	EDGETECH
2126604	UNITED STATES	1/06/98	1-800-NATIONAL
1970635	UNITED STATES	4/23/96	HI-IMPACT
1980507	UNITED STATES	6/18/96	GOLD BOND (STYLIZED)
2027533	UNITED STATES	12/31/96	EASY FINISH
2184334	UNITED STATES	8/25/98	GOLD BOND 54
2160909	UNITED STATES	5/26/98	HI-IMPACT 8000
2151382	UNITED STATES	4/14/98	HI-ABUSE
2167740	UNITED STATES	6/23/98	NGC
2224047	UNITED STATES	2/16/99	NATIONAL GYPSUM AND DESIGN
2420677	UNITED STATES	1/16/01	NATIONAL GYPSUM

ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES PATENTS AND TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, NATIONAL GYPSUM PROPERTIES, LLC, a Delaware limited liability company (the "Assignor"), having its chief executive office at 2001 Rexford Road, Charlotte, NC 28211, hereby assigns and grants to BANK OF AMERICA, N.A., as collateral agent (the "Collateral Agent"), with offices at 100 North Tryon Street, Charlotte, NC 28255 a security interest in (all of which are herein collectively referred to as the "PTO Collateral") (i) all of the Assignor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Marks"), (ii) all of the Assignor's right, title and interest in and to the United States patents set forth on Schedule B attached hereto (the "Patents"), in each case, together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks and Patents, (iv) the goodwill of the businesses symbolized by the Marks and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS ASSIGNMENT is made to secure the full and prompt performance and payment of all the Secured Obligations of the Assignor, as such term is defined in the Pledge and Security Agreement, dated as of April 23, 2001, among the Assignor, the Collateral Agent and the other parties thereto (as amended, supplemented or modified from time to time, the "Security Agreement"). Upon the satisfaction of the conditions set forth in Section 2.08(b) of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the PTO Collateral acquired under this Assignment.

THIS ASSIGNMENT has been granted in conjunction with the security interest granted to the Collateral Agent for the benefit of the Benefited Parties under the Security Agreement. The rights and remedies of the Collateral Agent with respect to the security interest granted herein are without prejudice to, and are in addition to, those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provision of this Assignment is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Assignment as of the
_____ day of April, 2001.

ATTEST:

[Handwritten Signature]

Secretary

[Seal]

NATIONAL GYPSUM PROPERTIES, LLC, as
Assignor

By: *William D. Parmelee*
Name: *William D. Parmelee*
Title: *VP-CFO*

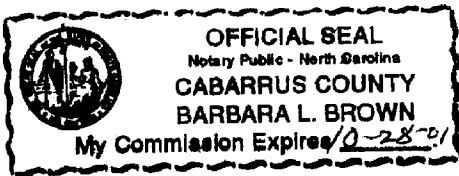
STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

The foregoing instrument was acknowledged before me this *23rd* day of April, 2001 by
WILLIAM D. PARMELEE as *V/P-CFO* of National Gypsum Properties,
LLC, a Delaware limited liability company, on behalf of the company.

My commission expires: *10-28-2001*

Notarial Seal

Barbara L. Brown
Notary Public



ATTEST:

BANK OF AMERICA, N.A., as
Collateral Agent

Secretary
[Corporate Seal]

By 
Name: RICHARD G. PARKHURST, JR.
Title: MANAGING DIRECTOR

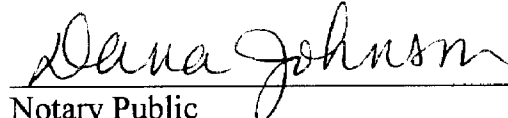
STATE OF North Carolina
County of Mecklenburg

The foregoing instrument was acknowledged before me this 24 day of April, 2001 by

Richard G. Parkhurst as Managing Director of Bank of America, N.A. on behalf of
the corporation.

My commission expires: 9-13-04

Notarial Seal


Notary Public

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2224047	UNITED STATES	2/16/99	NATIONAL GYPSUM AND DESIGN
2420677	UNITED STATES	1/16/01	NATIONAL GYPSUM

PATENTS AND PATENT APPLICATIONS

Patent Pendencies in the United States

Grantor	Serial No	Inventor	Country	Filed
National Gypsum Properties, LLC ("Properties")	009/252736	PHILLIPS, J.	UNITED STATES	2/19/99
Properties	009/515197	MENCHETTI ET AL.	UNITED STATES	2/29/00
Properties	009/569981	BURKE, W.	UNITED STATES	5/10/00
Properties	009/439525	SETHURAMAN, G.	UNITED STATES	11/12/99
Properties	009/375093	CAMPBELL ET AL.	UNITED STATES	8/16/99
Properties	009/427982	SETHURAMAN ET AL	UNITED STATES	10/27/99
Properties	009/731332	WINKOWSKI, D.	UNITED STATES	12/06/00
Properties	060/199860	AYAMBEM ET AL.	UNITED STATES	4/26/00
Properties	060/241072	RITCHIE, ET AL.	UNITED STATES	10/17/00

Patents Issued in the United States

Grantor	Patent No	Inventor	Country	Issued
Properties	4377415	JOHNSON, R.	UNITED STATES	3/22/83
Properties	4363666	JOHNSON ,R.	UNITED STATES	12/14/82
Properties	4747240	VOISINET, W.	UNITED STATES	5/31/88
Properties	4455271	JOHNSON, R.	UNITED STATES	6/19/84

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Properties	4502901	BURKARD, E.	UNITED STATES	3/05/85
Properties	4564544	BURKARD, E.	UNITED STATES	1/14/86
Properties	4624087	SCHNELLER, J.	UNITED STATES	11/25/86
Properties	4579610	KOLE, D.	UNITED STATES	4/01/86
Properties	4725477	KOLE, D. K	UNITED STATES	2/16/88
Properties	5055323	KOLE, D.	UNITED STATES	10/08/91
Properties	4704837	MENCHETTI, R.	UNITED STATES	11/10/87
Properties	4719730	WINKOWSKI, D.	UNITED STATES	1/19/88
Properties	4796396	MENCHETTI, R.	UNITED STATES	1/10/89
Properties	4843784	MENCHETTI, R.	UNITED STATES	7/04/89
Properties	4800695	MENCHETTI, R.	UNITED STATES	1/31/89
Properties	4811539	MENCHETTI, R.	UNITED STATES	3/14/89
Properties	4936067	MENCHETTI, R.	UNITED STATES	6/26/90
Properties	4802321	MENCHETTI, R.	UNITED STATES	2/07/89
Properties	4976083	MENCHETTI, R.	UNITED STATES	12/11/90
Properties	4995215	MENCHETTI, R.	UNITED STATES	2/26/91
Properties	4948647	BURKARD, E.	UNITED STATES	8/14/90
Properties	4901485	MENCHETTI, R.	UNITED STATES	2/20/90
Properties	5298173	BURKE, W.	UNITED STATES	3/29/94
Properties	5323588	ZAK, J.	UNITED STATES	6/28/94
Properties	5390458	MENCHETTI, R.	UNITED STATES	2/21/95
Properties	5358757	ROBINETTE, J.	UNITED STATES	10/25/94
Properties	5472500	JANICKI, E.	UNITED STATES	12/05/95
Properties	5718797	PHILLIPS, J.	UNITED STATES	2/17/98
Properties	5879486	PHILLIPS, J.	UNITED STATES	3/09/99
Properties	5685903	STAV, E.	UNITED STATES	11/11/97
Properties	5718759	STAV, E.	UNITED STATES	2/17/98
Properties	5858083	STAV, E.	UNITED STATES	1/12/99
Properties	5722626	MENCHETTI, R. E	UNITED STATES	3/03/98

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Properties	6061995	MENCHETTI, R.	UNITED STATES	5/16/00
Properties	5653797	PATEL, J.	UNITED STATES	8/05/97
Properties	5779786	PATEL, J.	UNITED STATES	7/14/98
Properties	5879825	BURKE, W.	UNITED STATES	3/09/99
Properties	6083465	PIASECKI, R.	UNITED STATES	7/04/00
Properties	5879446	PATEL, J.	UNITED STATES	3/09/99
Properties	6200380	FINKELSTEIN ET	UNITED STATES	3/13/01

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RECORDED: 05/16/2001

**TRADEMARK
REEL: 002293 FRAME: 0331**