

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|---------------------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Aquaflex Vinyl Engineering, Inc. | | 12/30/2004 | CORPORATION: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Wachovia Bank, National Association, as Administrative Agent | | |
| Street Address: | 201 South College Street | | |
| Internal Address: | CP-8 | | |
| City: | Charlotte | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 28288 | | |
| Entity Type: | national banking association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78505019 | AQUAFLEX | |
| Serial Number: | 78504992 | AQUAFLEX VINYL ENGINEERING INC. | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (919)416-8339 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 919 286-8049 | | |
| Email: | PTO_TMconfirmation@mvalaw.com | | |
| Correspondent Name: | Moore & Van Allen PLLC | | |
| Address Line 1: | 430 Davis Drive | | |
| Address Line 2: | Suite 500 | | |
| Address Line 4: | Morrisville, NORTH CAROLINA 27560 | | |
| NAME OF SUBMITTER: | John E. Slaughter | | |
| Signature: | /John E. Slaughter/ | | |

OP \$65.00 78505019

Date:

06/21/2005

Total Attachments: 4

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 30, 2004 (the "Security Agreement") by and among Aquaflex Vinyl Engineering, Inc., a California corporation and the other Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

| <u>Trademark Registration No.</u> | <u>Description of Trademark</u> | <u>Date of Trademark</u> |
|---------------------------------------|-------------------------------------|--------------------------|
| | None | |

TRADEMARK APPLICATIONS

| <u>Trademark Application No.</u> | <u>Description of Trademark Applied For</u> | <u>Date of Trademark Application</u> |
|----------------------------------|---|--|
| | See attached Exhibit A | |

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

AQUAFLEX VINYL ENGINEERING, INC.
a California corporation

By: MA Eidemull
Name: Mark A. Eidemuller
Title: Vice President

Acknowledged and Accepted:

Wachovia Bank, National Association

By: _____
Name: _____
Title: _____

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

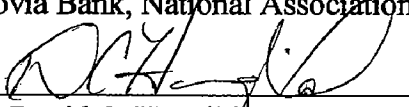
Very truly yours,

AQUAFLEX VINYL ENGINEERING, INC.
a California corporation

By: _____
Name: Mark A. Eidemueller
Title: Vice President

Acknowledged and Accepted:

Wachovia Bank, National Association

By: 
Name: David C. Hauglid
Title: Vice President

**Aquaflex Vinyl Engineering Inc.
(California Corporation)**

U.S. Trademarks

Pending Applications

| Mark | Application No. | Filing Date |
|-------------------------------------|-----------------|-------------|
| AQUAFLEX | 78505019 | 10/25/04 |
| AQUAFLEX VINYL ENGINEERING INC. and | 78504992 | 10/25/04 |