

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
United States Pipe and Foundry Company, LLC		10/03/2005	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	100 North Tryon Street
Internal Address:	NC1-007-14-24
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Registration Number:	1358033	FIELD LOK
Registration Number:	2211343	FIELD LOK 350
Registration Number:	2588954	FIELD-FLANGE 350
Registration Number:	926864	FLANGE-TYTE
Registration Number:	805582	LOK-TYTON
Registration Number:	1362905	METROSEAL
Registration Number:	2813594	MJ FIELD LOK
Registration Number:	1547961	MJ GRIPPER
Registration Number:	1414630	PERMAFUSE
Registration Number:	1724982	POLYTHANE
Registration Number:	1266864	TR FLEX
Registration Number:	2021937	TR FLEX
Registration Number:	1547962	TR FLEX GRIPPER

CH \$940.00 1358033

Registration Number:	2256933	TR TELE FLEX
Registration Number:	1266141	TRIM TYTE
Registration Number:	1340059	TRIM TYTON
Registration Number:	735180	
Registration Number:	689360	TYTON
Registration Number:	715983	TYTON
Registration Number:	1000063	TYTON
Registration Number:	1004188	TYTON
Registration Number:	661920	TYTON
Registration Number:	661552	TYTON JOINT
Registration Number:	646725	TYTON JOINT
Registration Number:	2829924	U.S. PIPE
Registration Number:	1478262	U.S. PIPE
Registration Number:	696636	USIFLEX
Registration Number:	757356	USIFLEX
Registration Number:	641265	USP
Registration Number:	1152887	USP
Registration Number:	1662197	XTRA FLEX
Serial Number:	78397351	METROPOLITAN
Serial Number:	78401824	MJ FIELD LOK
Serial Number:	78416366	MJ FIELD LOK
Serial Number:	78416368	MJ FIELD LOK
Serial Number:	78416369	MJ FIELD LOK
Serial Number:	78416370	MJ FIELD LOK

CORRESPONDENCE DATA

Fax Number: (704)444-8847
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704/343-2000
Email: kimberly.saltrick@hmw.com
Correspondent Name: Kimberly B. Saltrick, Paralegal
Address Line 1: 201 North Tryon Street
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	4052178-2935
NAME OF SUBMITTER:	R. Christian Brose

Signature:

/R. Christian Brose/

Date:

10/07/2005

Total Attachments: 5

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

United States Pipe and Foundry
Company, LLC

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

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) October 3, 2005

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes
 No

Name: Bank of America, N.A.,
as Administrative Agent
Internal
Address: NC1-007-14-24

Street Address: 100 North Tryon Street

City: Charlotte

State: North Carolina

Country: United States Zip: 28255

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other Banking Association Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
See EXHIBIT A attached hereto.

B. Trademark Registration No.(s)
See EXHIBIT A attached hereto.

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Kimberly B. Saltrick, Paralegal

Internal Address: _____
Helms Mulliss & Wicker, PLLC

Street Address: _____
201 North Tryon Street

City: Charlotte

State: North Carolina Zip: 28202

Phone Number: 704-343-2000

Fax Number: 704-444-8847

Email Address: kimberly.saltrick@hmw.com

6. Total number of applications and registrations involved:

37

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 940.00

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

R. Christian Brose, Esq.
Signature

October 6, 2005
Date

Name of Person Signing

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

EXHIBIT A

Trademarks and Trademark Applications

Trademark	Country Name	Grant Number	Reg. Date	Class
FIELD LOK	U.S.A.	1,358,033	9/30/1985	17
FIELD LOK 350	U.S.A.	2,211,343	12/15/1998	17
FIELD-FLANGE 350	U.S.A.	2,588,954	7/2/2002	6
FLANGE-TYTE	U.S.A.	926,864	1/11/1972	17
LOK-TYTON	U.S.A.	805,582	3/15/1966	17
METROSEAL	U.S.A.	1,362,905	10/1/1985	6
MJ FIELD LOK	U.S.A.	2,813,594	2/10/2004	17
MJ GRIPPER	U.S.A.	1,547,961	7/18/1989	6
PERMAFUSE	U.S.A.	1,414,630	10/28/1986	6
POLYTHANE	U.S.A.	1,724,982	10/20/1992	6
TR FLEX	U.S.A.	1,266,864	2/14/1984	6
TR FLEX	U.S.A.	2,021,937	12/10/1996	17
TR FLEX GRIPPER	U.S.A.	1,547,962	7/18/1989	6
TR TELE FLEX	U.S.A.	2,256,933	6/29/1999	6
TRIM TYTE	U.S.A.	1,266,141	2/7/1984	6
TRIM TYTON	U.S.A.	1,340,059	6/11/1985	6
Two White, Circum-ferential Stripes	U.S.A.	735,180	7/31/1962	6
TYTON	U.S.A.	689,360		6
TYTON	U.S.A.	715,983		6
TYTON	U.S.A.	1,000,063		6
TYTON	U.S.A.	1,004,188		6
TYTON	U.S.A.	661,920		17
TYTON JOINT	U.S.A.	661,552		4
TYTON JOINT	U.S.A.	646,725		6
U.S. PIPE	U.S.A.	2,829,924		6, 11
U.S. PIPE	U.S.A.	1,478,262		6
USIFLEX	U.S.A.	696,636		6
USIFLEX	U.S.A.	757,356		17
USP (STYLIZED)	U.S.A.	641,265		6
USP DESIGN	U.S.A.	1,152,887		6
XTRA FLEX	U.S.A.	1,662,197		6

Trademark	Country Name	Application No.	App. Date	Class
METROPOLITAN	U.S.A.	78/397351	4/6/2004	11
MJ FIELD LOK	U.S.A.	78/401,824	4/14/2004	6
MJ FIELD LOK (Design)	U.S.A.	78/416366	5/11/2004	17
MJ FIELD LOK (Design)	U.S.A.	78/416368	5/11/2004	6
MJ FIELD LOK (Design)	U.S.A.	78/416369	5/11/2004	6
MJ FIELD LOK (Design)	U.S.A.	78/416370	5/11/2004	17

(Filing Fees: \$940.00)

**NOTICE OF SECURITY INTEREST IN
U.S. PATENTS, TRADEMARKS AND COPYRIGHTS**

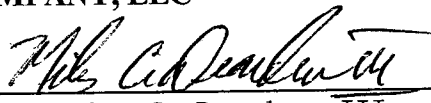
U.S. Department of Commerce
U.S. Patent and Trademark Office

Please be advised that the undersigned has granted a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described on Exhibit A attached hereto, patents and patent applications described on Exhibit B attached hereto, and all of the trademarks and trademark applications described on Exhibit C attached hereto, to **BANK OF AMERICA, N.A.**, a national banking association, as Administrative Agent (the "Administrative Agent") pursuant to a Security Agreement (the "Security Agreement") dated as of October 3, 2005 by **MUELLER HOLDING COMPANY, INC.**, a Delaware corporation, **MUELLER WATER PRODUCTS, LLC**, a Delaware limited liability corporation, **MUELLER GROUP, LLC**, a Delaware limited liability corporation (the "Borrower") **AND EACH OF THE SUBSIDIARIES AND AFFILIATES OF THE BORROWER PARTY THERETO FROM TIME TO TIME.**

The Administrative Agent's security interest in the described trademarks and trademark applications, and patents and patent applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

**UNITED STATES PIPE AND FOUNDRY
COMPANY, LLC**

By: 

Name: Miles C. Dearden, III

Title: Vice President

EXHIBIT A

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TR FLEX	U.S.A.	2,021,937	12/10/1996	17
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TR TELE FLEX	U.S.A.	2,256,933	6/29/1999	6
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MJ FIELD LOK (Design)	U.S.A.	78/416369	5/11/2004	6
MJ FIELD LOK (Design)	U.S.A.	78/416370	5/11/2004	17

(Filing Fees: \$940.00)

EXHIBIT B

Patents and Patent Applications

United States Pipe and Foundry Company, LLC

Patents Granted:

CountryName	Application Number	Grant Number	ExpiryDate	Reference
U.S.A.	06/861816	4660866	12-May-2006	RESTRAINED PIPE JOINT
U.S.A.	06/879770	4685705	27-Jun-2006	LARGE DEFLECTION PIPE COUPLING
U.S.A.	07/197486	4832084	23-May-2008	DUAL GRAPHITE STRUCTURED PIPE
U.S.A.	07/240872	4867488	06-Sep-2008	RESTRAINED JOINT W/GRIPPER GLAND
U.S.A.	07/232079	4871197	15-Aug-2008	EARTHQUAKE RESISTANT PIPE JOINTS
U.S.A.	07/977971	5269569	18-Nov-2012	CONFIGURATION FOR PRESSURE PIPE
U.S.A.	07/971110	5295697	04-Nov-2012	ELEMENT FOR PRESSURE PIPE JOINTS
U.S.A.	07/902207	5336998	22-Jun-2012	SENSOR FOR DETECTING FAULTS
U.S.A.	08/121631	5464228	22-Mar-2011	ELEMENT FOR PRESSURE PIPE JOINTS
U.S.A.	09/127521	5938849	31-Jul-2018	HEAD TACHOMETER ASSEMBLY
U.S.A.	09/455974	6214203	06-Dec-2019	ANODIC ENCASEMENT CORROSION PROTECT
U.S.A.	09/431633	6289600	02-Nov-2019	NON-CONTACT MEASURING DEVICE
U.S.A.	09/598745	6331242	21-Jun-2020	ANODIC ENCASEMENT CORROSION PROTECT
U.S.A.	09/467314	6497151	20-Dec-2019	NON-DESTRUCTIVE TESTING METHOD AND
U.S.A.	09/977769	6502867	15-Oct-2021	FLANGED PIPE FITTING
U.S.A.	10/017889	6688652	12-Dec-2021	LOCKING DEVICE AND METHOD FOR SECUR
U.S.A.	09/866258	6730876	29-May-2021	HIGHLY DUCTILE REDUCED IMPERFECTION

Patents Pending:

CountryName	Application Number	App. Date	Foreign Apps	Reference
U.S.A.	09/590,586	6/8/00		Self Contained MJ Thrust Restraint - Parent
U.S.A.	10/841,197	5/7/04		Self Contained MJ Thrust Restraint - Divisional
U.S.A.	10/685,914	10/15/03	Yes	Self Contained MJ Thrust Restraint - CIP
U.S.A.	10/402,902	3/26/03		Rotation Hook
U.S.A.	10/774,544	2/9/04		High-Heel Restraining Gasket - Divisional
U.S.A.	10/950,263	9/24/04	Yes	Snap Ring
U.S.A.	10/827,159	4/19/04	Yes	MJ Restraint for PVC
U.S.A.	29/168,282	6/11/04	Yes	Pipe Gland Ear (Design)
U.S.A.	29/207,349	6/11/04	Yes	Pipe Gland (Design)
U.S.A.	29/207,352	6/11/04	Yes	Pipe Gland Ear (Design)

(Filing Fees: \$1080.00)