

**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
PVI Industries, LLC		06/09/2008	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	Merit Mezzanine Fund IV, L.P.
Street Address:	303 West Madison Street
Internal Address:	Suite 2100
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	LIMITED PARTNERSHIP: DISTRICT OF COLUMBIA

**PROPERTY NUMBERS Total: 21**

Property Type	Number	Word Mark
Registration Number:	1027854	PVI
Registration Number:	1027855	A WORLD OF HOT WATER
Registration Number:	1033787	NISHIKI
Registration Number:	1039189	GLASHIELD
Registration Number:	1039188	NICKELSHIELD
Registration Number:	1098698	HI-VET
Registration Number:	1224119	COPPERGLAS
Registration Number:	1273428	FIREPOWER
Registration Number:	1370002	TURBOPOWER
Registration Number:	1290884	THERMOPOWER
Registration Number:	1441985	COPPERSHIELD
Registration Number:	1564319	SUPERTANK
Registration Number:	1642715	POLYSHIELD

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Registration Number:	1641178	DURAWATT
Registration Number:	1641177	FLEXCOIL
Registration Number:	1797704	VENTURA
Registration Number:	2055966	QUICKDRAW
Registration Number:	2018305	SCALEGUARD
Registration Number:	2087355	POWER VT
Registration Number:	2718006	SANISTEEL
Registration Number:	3079019	PLATINUM

**CORRESPONDENCE DATA**

Fax Number: (312)698-4556  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 3126412096  
Email: ehochstatter@mcguirewoods.com  
Correspondent Name: Clayton Stallbaumer, McGuireWoods LLP  
Address Line 1: 77 W. Wacker Drive  
Address Line 2: Suite 4100  
Address Line 4: Chicago, ILLINOIS 60601-1818

ATTORNEY DOCKET NUMBER:	2035541-0024
NAME OF SUBMITTER:	Clayton Stallbaumer
Signature:	/CJS/
Date:	06/27/2008

Total Attachments: 5  
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## NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made the 9th day of June 2008, by and between MERIT MEZZANINE FUND IV, L.P., a Delaware limited partnership ("Merit"), in its capacity as collateral agent (in such capacity, the "Collateral Agent") for the Lenders (as defined below), and PVI INDUSTRIES, LLC, a Delaware limited liability company and wholly-owned subsidiary of Alden (as defined below) ("PVI").

PVI and the Collateral Agent acknowledge the following:

A. Pursuant to a Senior Subordinated Loan and Investment Agreement made and entered into as of the date hereof, (such agreement, as amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"; capitalized terms not otherwise defined herein have the meaning assigned to such term in the Loan Agreement) by and among Alden Industries, Inc., a Delaware corporation ("Alden"), PVI, Riverside Hydronics, LLC, a Delaware limited liability company and wholly-owned subsidiary of Alden ("Riverside"), PVI CSXT Sales, LLC, a Delaware limited liability company and wholly-owned subsidiary of Alden ("CSXT"), Webster Engineering & Manufacturing Co., LLC, a Delaware limited liability company and wholly-owned subsidiary of Alden ("Webster" and, together with Alden, PVI, Riverside and CSXT, collectively, the "Borrowers" and individually, a "Borrower"), Merit, Merit Mezzanine Parallel Fund IV, L.P., a Delaware limited partnership ("Parallel"), and Thomas G. McCoy, an individual resident of Texas ("Mr. McCoy" and, together with Merit and Parallel, individually, a "Lender" and collectively, as the "Lenders"), the Borrowers have agreed to issue and sell, and the Lenders have agreed to buy, the Notes evidencing the Loans made by the Lenders to the Borrowers, and Alden has agreed to issue and sell, and Merit and Parallel have agreed to buy, the Warrants, on the terms and subject to the conditions set forth in the Loan Agreement.

B. PVI, the other Borrowers and the Collateral Agent have executed a Subordinated Security and Pledge Agreement dated as of the date hereof (the "Security Agreement").

C. PVI owns the trademarks (the "Trademarks") listed on Exhibit A attached hereto, which Trademarks have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.

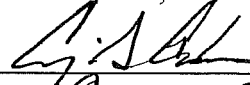
D. PVI has granted to the Collateral Agent, for the benefit of the Collateral Agent and the Lenders, a security interest in the Trademarks on the terms and conditions set forth in the Security Agreement.

E. Pursuant to the Security Agreement, PVI has granted to the Collateral Agent, for the benefit of the Collateral Agent and the Lenders, a security interest in and to all of the Trademarks and applications therefor, now owned or from time to time after the date hereof owned or acquired by PVI, and in and to all proceeds and benefits thereof.

[remainder of page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

Address:  
3209 Galvez Avenue  
Fort Worth, TX 76111

PVI INDUSTRIES, LLC  
BY   
Name: CRAIG S. ADAMS  
Title: PRESIDENT

MERIT MEZZANINE FUND IV, L.P.

BY MERIT CAPITAL PARTNERS  
IV, L.P., its General Partner

BY MERIT CAPITAL PARTNERS  
IV, L.L.C., its General Partner

Address:  
303 West Madison Street, Suite 2100  
Chicago, IL 60606

BY \_\_\_\_\_  
Name: Timothy J. MacKenzie  
Title: Managing Director

IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

PVI INDUSTRIES, LLC

Address:  
3209 Galvez Avenue  
Fort Worth, TX 76111

BY \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

MERIT MEZZANINE FUND IV, L.P.

BY MERIT CAPITAL PARTNERS  
IV, L.P., its General Partner

BY MERIT CAPITAL PARTNERS  
IV, L.L.C., its General Partner

Address:  
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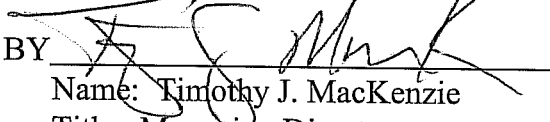
BY   
Name: Timothy J. MacKenzie  
Title: Managing Director

EXHIBIT A  
U.S. TRADEMARKS

Trademarks	Registration Number	Date Issued
PVI	1,027,854	12/23/75
A WORLD OF HOT WATER	1,027,855	12/23/75
PVI (with/world graphic)	1,033,757	01/17/76
GLASHIELD	1,039,189	05/11/76
NICKELSHIELD	1,039,188	05/11/76
HI-VET	1,098,698	08/08/78
COPPERGLAS	1,224,119	01/18/83
FIREPOWER	1,273,428	04/10/84
TURBOPOWER	1,370,002	11/12/85
THERMOPOWER	1,290,884	08/21/84
COPPERSHIELD	1,441,985	06/08/87
SUPERTANK	1,564,319	11/09/89
POLYSHIELD	1,642,715	04/30/91
DURAWATT	1,641,178	04/16/91
FLEXCOIL	1,641,177	04/16/91
PVI WATER HEATER SIZING GUIDE	COPYRIGHT 300,806	10/14/87
VENTURA	1,797,704	10/12/93
QuickDraw (stylized)	2,018,305	04/23/96
SCALEGUARD	2,018,305	11/19/96
POWER VT	2,087,355	08/12/97
SANISTEEL	2,718,006	05/20/03
PLATINUM	3,079,019	04/11/06
PLATINUM-Canada	TMA 695,697	09/06/07
CSXT—under patent attorney review		
P50—under patent attorney review		