

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

FORM PTO-1618B
Expires 06/30/99
OMB 0651-0027

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark If additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75741544"/>	<input type="text" value="75751248"/>	<input type="text" value="75356978"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2244334"/>	<input type="text" value="2322804"/>	<input type="text" value="2222634"/>
<input type="text" value="2250968"/>	<input type="text" value="2248873"/>	<input type="text" value="2275508"/>
<input type="text" value="2250967"/>	<input type="text" value="2244335"/>	<input type="text" value="2060315"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

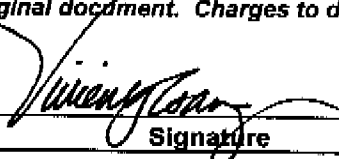
No

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. Charges to deposit account are authorized, as indicated herein.

Vivien Y. Tsang

Name of Person Signing



Signature

6/9/2000

Date Signed

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual General Partnership Limited Partnership Corporation Association

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Other

Citizenship/State of Incorporation/Organization

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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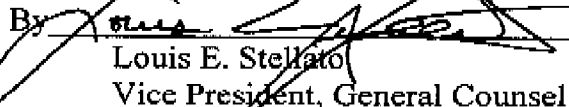
COMMON LAW TRADEMARKS

ACRYL-TEX	PERMALITH
BEAUTY THAT LASTS	POLY-COTE
CAMDURA	POLYFLO
COR-BOND	RECOVER 9000
COR-FLEX	SAF-T-FLOR
FASTOP	SEWER-FLEX
FLEXPAND	STA-BRITE
KOBA THANE	TIMELESS BEAUTY -
PERFECT CHOICE, THE	LASTING VALUE
PERFORMANCE CHOICE, THE	TRAFFICOTE

The Sherwin-Williams Company, having an address at 101 Prospect Avenue NW, Cleveland, Ohio 44115-1075, respectfully requests that the attached assignment be made of record for each of the above-identified U.S. trademark registrations, pending U.S. trademark applications and common law trademarks.

The undersigned, acting on behalf of The Sherwin-Williams Company, hereby appoints ROBERT E. McDONALD, Reg. No. 29,193 and VIVIEN Y. TSANG, Reg. No. 40,209 and PAUL R. KATTERLE, Reg. No. 36,563, whose address is The Sherwin-Williams Company, 101 Prospect Avenue NW, 1100 Midland Bldg. - Legal Dept., Cleveland, Ohio 44115-1075, and whose telephone number is (216) 566-2432, its attorney and associate attorneys, with full power of substitution and revocation to transact all business in the Patent and Trademark Office in connection therewith.

Respectfully submitted,
THE SHERWIN-WILLIAMS COMPANY

By 
Louis E. Stellato
Vice President, General Counsel
and Secretary

ASSIGNMENT OF PROPRIETARY RIGHTS

THIS ASSIGNMENT OF PROPRIETARY RIGHTS ("ASSIGNMENT"), made as of this 7th day of April, 2000, is by and among General Polymers Corporation, General Polymers West, Inc. and General Polymers International, Inc. (individually, an "Assignor" and collectively, the "Assignors") and The Sherwin-Williams Company (the "Assignee").

WITNESSETH:

WHEREAS, Assignors, Assignee, R. Thomas Davidson, Jeffrey K. Heinichen and John D. Durig have entered into a Purchase Agreement, dated April 7, 2000 ("Agreement"); and

WHEREAS, Assignors are the sole and exclusive owner of all right, title and interest in and to all names (including but not limited to "General Polymers"), patents, patent applications, inventions, marks, formulas (patented and unpatented), symbols, trade names, trademarks, service marks, trade secrets, technical know-how, methods, operations, copyrights, copyright applications, logos, franchises, software, processes (patented and unpatented), process instructions, permits, licenses and sublicenses (and agreements in respect thereof or applications therefor), patent, trademark and copyright prosecution histories, laboratory notebooks and all other proprietary rights, documents, information and records including, but not limited to, all filings, registrations or issuances of any of the foregoing with or by any federal, state, local or foreign regulatory, administrative or governmental office or offices, and all federal, state and common law rights protecting such in the United States of America and throughout the world related to the Business (as defined in the Agreement) including, but not limited to, those listed on Schedule A, which is attached hereto and made a part hereof ("Proprietary Rights"); and

WHEREAS, Assignee desires to acquire ownership of the Proprietary Rights and each Assignor is willing to convey to Assignee all of its entire right, title and interest in and to the Proprietary Rights; and

NOW, THEREFORE, for the consideration recited in the Agreement and the premises, agreements, covenants and provisions contained herein, as well as other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignors and Assignee hereby agree as follows:

1. Each Assignor hereby sells, assigns, transfers and delivers to Assignee its entire right, title and interest in and to the Proprietary Rights.
2. Upon Assignee's request, each Assignor will execute any and all instruments necessary to effectuate the intent of Section 1 hereof in order to confirm and secure the assignment of each Assignor's entire right, title and interest in and to the Proprietary Rights.
3. Upon Assignee's request, each Assignor shall transfer to Assignee all existing documents and files available to or in its possession which relate to the Proprietary Rights.

ACCEPTANCE OF ASSIGNMENT

In consideration of the foregoing Assignment of Proprietary Rights, Assignee hereby accepts from each Assignor its respective entire right, title and interest in and to the Proprietary Rights on this 7th day of April, 2000.

WITNESSES:

THE SHERWIN-WILLIAMS COMPANY

J.F.K.
[Signature]

BY: Thomas M. Bay

TITLE: Contractor - PSG

SCHEDULE A

Schedule 1.01(d)
Proprietary Rights

Mark	Registration Number (or Serial No.)	Registration Date (or Application Date)
SANIFLEX (US)	(75/741544) (75/751248)	(6-30-99) (6-30-99)
SANIGLASS (Euro)	000636506	3-8-99
CERAM (UK)	2145869	7-2-99
COR-SEAL (US)	2275508	9-7-99
FLEXGRID (EURO)	000636308	7-28-99
AGGRE-COLOR (EURO)	000636357	6-29-99
CERAMIC CARPET (EURO)	000636340	6-29-99
CRYSTAL CAST (EURO)	000636381	6-29-99
GENERAL POLYMERS (US)	2060315	5-13-97
GENERAL POLYMERS (EURO)	(000636290)	(9-19-97)
EPO-FLEX (US)	2250967	6-8-99
COR-CAST (US)	2222634	2-9-99
COR-COTE (US)	2250968	6-8-99
CRYSTAL CAST (US)	2248873	6-1-99
NOVO-FLO (US)	2248874	6-1-99
FLEX-GRID (US)	2244335	5-11-99
TPM (US)	2244336	5-11-99
AGGRE-COLOR (US)	2244334	5-11-99

Draft dated 4/5/00

SANIGLASS (US)	2245564	5-18-99
EPO-FLEX (UK)	2145837	9-25-98
SANIGLAZE (US)	(75/356978)	(9-15-97)
CERAM (US)	2,322,804	2-29-00
KOBA THANE		
KOBA COAT (US)	815,320	9-20-86
CRYSTAL COTE (EURO)	000636415	4-6-99
GENERAL POLYMERS (Canada)	506778	1-18-99
COR-COTE (EURO)	000639831	4-8-99
GENERAL POLYMERS (China-PRC)	9900147428	12-7-99

See Section 8.06 of the Agreement relating to the TRAFFICOTE and EPO-FLEX tradenames

A. See attached Thompson, Hine & Flory LLP letter dated March 28, 2000 regarding NOVO FLO (Euro) application

All common law rights to the following trade names Trafficote, Cor-bond, Fastop, Poly-Cote, Polyflo, The Perfect Choice, Recover 9000, Permalith, Beauty That Lasts, Timeless Beauty - Lasting Value, Camdura, Sewer-Flex, Flexpand, The Performance Choice, Cor-Flex, Sta-Brite, Saf-T-Flor, Acryl-Tex.

The following tradenames have been applied for :

Mark	Application Number	Application Date
NOVO FLO (EURO)	000636316	9-19-97
TRAFFICOTE (EURO)	000636332	9-19-97
SANIGLAZE (EURO)	000636373	9-19-97
TPM (EURO)	000639872	9-26-97
GENERAL POLYMERS and Design (Mexico) Class 2	Serial Number 223586 Nombre de Registro 506023	9-28-95
GENERAL POLYMERS (Mexico) Class 2	Serial Number 223585 Nombre de Registro 506022	9-28-95

~~Draft dated 4/5/00~~

GENERAL POLYMERS (Mexico) Class 17	Serial Number 223587 Nombre de Registro 506024	9-28-95
GENERAL POLYMERS and Design(Mexico) Class 17	Serial Number 223588 Nombre de Registro 506025	9-28-95
GENERAL POLYMERS and Design (Mexico) Class 1	Serial Number 223584 Nombre de Registro 502898	8-31-95
GENERAL POLYMERS (Mexico) Class 1	Serial Number 223583	2-3-95