

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hanley-Wood, LLC		04/06/2004	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA	
Name:	The Bank of New York
Street Address:	One Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10286
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Serial Number:	78434616	BACKYARD LIVING EXPO
Serial Number:	78458763	HANLEY WOOD INTERNATIONAL ROOFING EXPO
Serial Number:	78458749	INTERNATIONAL ROOFING EXPO

CORRESPONDENCE DATA	
Fax Number:	(312)569-3467
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312-569-1467
Email:	IPDOCKET@gcd.com
Correspondent Name:	Gardner Carton & Douglas LLP
Address Line 1:	191 N. Wacker Drive
Address Line 2:	Suite 3700
Address Line 4:	Chicago, ILLINOIS 60606-1698

ATTORNEY DOCKET NUMBER:	86300-3
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NAME OF SUBMITTER:	Tina D. Kourasis, Esq.
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Total Attachments: 2	TRADEMARK
	REEL: 002943 FRAME: 0707

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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 First Amended and Restated Security Agreement dated as of April 6, 2004 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and The Bank of New York, as Agent (the "Agent") for the financial institutions 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 Agent for the ratable benefit of the Lenders:

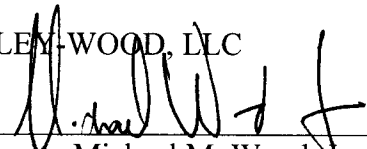
TRADEMARK APPLICATIONS

Country	Trademark Application No.	Description of Trademark Applied For	Date of Trademark Application
United States	78/434616	BACKYARD LIVING EXPO	June 14, 2004
United States	78/458763	HANLEY WOOD INTERNATIONAL ROOFING EXPO and Design	July 29, 2004
Unites States	78/458749	INTERNATIONAL ROOFING EXPO and Design	July 29, 2004
European Union (CTM)	3952066 28-Jul-2004	SURFACES	July 28, 2004

The Obligors and the 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.

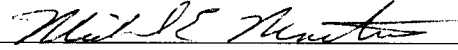
Very truly yours,

HANLEY WOOD, LLC

By: 
Name: Michael M. Wood, Jr.
Title: General Counsel

Acknowledged and Accepted:

THE BANK OF NEW YORK,
As Agent

By: 
Name: Michael E. Masters
Title: Vice President

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