

11-15-2004

Form PTO-1594
1-31-92



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102881303

To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof.

11-9-04

1. Name of conveying party(ies):
Uniroyal Chemical Company, Inc.

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - New Jersey
 Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Interest Change of Name
 Other

Execution Date: August 16, 2004

2. Name and address of receiving party(ies):
 Name: Deutsche Bank AG New York Branch
 Internal Address: _____
 Street Address: 60 Wall Street
 City: New York State: NY ZIP: 10005

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- _____
 Other Collateral Agent

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) **SEE ATTACHED SCHEDULE A**

Additional numbers attached? Yes No

Trademark Registration No.(s)
SEE ATTACHED SCHEDULE A

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Rachael Sanderson
 Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 74

7. Total fee (37 CFR 3.41): \$ 1865.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 23-1705 (in event of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Rachael Sanderson *Rachael Sanderson* 11/9/04
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

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11/12/2004 DBYRNE 00000053 1055356

01 FC:8521 40.00 DP
 02 FC:8522 1825.00 DP

11/9/2004 12:22 PM (2K)
 NEWYORK 4454606
 rs-assignment cover sheet-uniroyal db

TRADEMARK
REEL: 003074 FRAME: 0688

SCHEDULE A

	Mark	Reg. No.	Reg. Date	Serial No.	Filing Date
1.	449	1,055,356	1/4/1977		
2.	451	1,055,358	1/4/1977		
3.	ACRAMITE	2,669,716	12/31/2002		
4.	ADEPT	2,260,846	7/13/1999		
5.	ALAR	814,815	9/13/1966		
6.	ARANOX	781,915	12/22/1964		
7.	ARAZATE	799,001	11/23/1965		
8.	BIK	1,002,414	1/28/1975		
9.	BLE	283,324	5/26/1931		
10.	BUTAZATE	797,947	10/26/1965		
11.	BXA	869,578	5/20/1969		
12.	CAYTUR	820,999	12/27/1966		
13.	CPB	1,005,677	3/4/1975		
14.	DEE-TAC	783,110	1/12/1965		
15.	DELAC	389,108	7/22/1941		
16.	DEVICE (BEAVER)	1,430,944	5/19/1987		
17.	DEVICE (HEAD)	1,474,641	2/2/1988		
18.	DIMILIN	1,091,663	5/23/1978		
19.	DYANAP	811,937	8/2/1966		
20.	ESEN	1,013,902	6/24/1975		
21.	ETHAZATE	797,946	10/26/1965		
22.	FLEXAMINE	798,999	11/23/1965		
23.	FLEXZONE	688,940	12/1/1959		
24.	HARVADE	1,059,775	2/22/1977		
25.	LAUREX	288,670	11/3/1931		
26.	LINTPLUS	2,451,966	5/15/2001		
27.	METHAZATE	797,948	10/26/1965		
28.	MH	687,031	10/27/1959		
29.	MICROMITE	1,409,149	9/16/1986		
30.	NAUGALUBE	835,794	9/26/1967		
31.	NAUGARD	822,207	1/17/1967		
32.	NAUGARD 76	1,352,297	8/6/1985		
33.	NAUGATUCK	848,058	4/30/1968		
34.	NAUGAWHITE	688,941	12/1/1959		
35.	NAUGEX	1,395,444	6/3/1986		
36.	NITROPORE	694,425	3/15/1960		
37.	OMITE	811,553	7/26/1966		
38.	OPEX	2,373,004	8/1/2000		
39.	ORNAMITE	2,236,754	4/6/1999		
40.	PLANTVAX	837,381	10/24/1967		
41.	POLYLITE	1,071,681	8/23/1977		
42.	PROCURE	2,251,422	6/8/1999		
43.	PROVAX	1,583,268	2/20/1990		
44.	QUALITY THE ACTIVE INGREDIENT	1,644,864	5/21/1991		
45.	ROYALAC	869,572	5/20/1969		
46.	ROYALCAST	1,406,366	8/26/1986		
47.	ROYALENE	783,033	1/12/1965		
48.	ROYALTHERM	1,348,818	7/16/1985		
49.	ROYALTUF	1,558,675	10/3/1989		
50.	SFR	2,125,674	12/30/1997		
51.	SOLITHANE	703,073	8/23/1960		
52.	SORBATRAN	1,020,137	9/9/1975		

	Mark	Reg. No.	Reg. Date	Serial No.	Filing Date
53.	TERRA-COAT	847,802	4/23/1968		
54.	TERRACLOR	2,085,915	8/5/1997		
55.	TERRACLOR SUPER X	827,443	4/18/1967		
56.	TERRAGUARD	1,460,567	10/13/1987		
57.	TERRAZOLE	835,756	9/26/1967		
58.	THIOSTAT	788,029	4/13/1965		
59.	THIOSTOP	797,945	10/26/1965		
60.	TONOX	788,898	5/4/1965		
61.	TRILENE	1,498,184	8/2/1988		
62.	TRIMENE BASE	285,004	7/14/1931		
63.	TUINMANNETJES (DEVICE)	1,416,367	11/11/1986		
64.	TURFCIDE	836,545	10/10/1967		
65.	UBOB	1,151,356	4/21/1981		
66.	VIBRABOND	1,173,764	10/20/1981		
67.	VIBRACURE	1,134,920	5/13/1980		
68.	VIGILANTE	1,364,123	8/10/1985		
69.	VITAVAX	862,225	12/24/1968		
70.	VULKLOR	799,000	11/23/1965		
71.	WYTOX	808,309	5/17/1966		
72.	BLIZZARD			76-141,338	10/06/2002
73.	MAGNUM	1,329,212	1/22/1991		
74.	DRUM PAL	1,023,119	10/21/1975		

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Uniroyal Chemical Company, Inc., a New Jersey corporation (the "Grantor") with principal offices at 199 Benson Road, Middlebury, Connecticut, 06762, hereby pledges and grants to Deutsche Bank AG New York Branch, a duly licensed branch of Deutsche Bank AG, a banking corporation organized and existing under the laws of the Federal Republic of Germany, with principal offices at 60 Wall Street, New York, New York 10005, as collateral agent for the equal and ratable benefit of the Lender Creditors (as defined in the Security Agreement referred to below) and as collateral agent for the equal and ratable benefit of the Secured Creditors (as defined in the Security Agreement referred to below) (in such capacities and (in either case) together with any successor collateral agent, the "Grantee"), a continuing security interest in all of the Grantor's right, title and interest in and to (i) the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses symbolized by the Marks and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the prompt payment and performance when due of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of August 16, 2004 (as amended, restated, modified and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant and reassigning its interest in the Marks to the Grantor.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Remainder of this page intentionally left blank; signature page follows]

^{As}
16 day of August, 2004.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

UNIROYAL CHEMICAL COMPANY, INC.,
a New Jersey corporation, Grantor

By Arthur Fullerton
Name: Arthur C. Fullerton
Title: Secretary

DEUTSCHE BANK AG NEW YORK BRANCH,
as Collateral Agent and Grantee

By _____
Name:
Title:

By _____
Name:
Title:

STATE OF Connecticut)
COUNTY OF New Haven) ss:

On this 11 day of August, 2004 before me personally came Arthur C. Fullerton
who, being by me duly sworn, did state as follows: that [s]he is Secretary of
UNIROYAL CHEMICAL COMPANY, INC., a New Jersey corporation, that [s]he is authorized
to execute the foregoing Grant on behalf of said Company and that [s]he did so by authority
of the Board of Directors of said Company.

Margaret P. Magone
Notary Public

MARGARET P. MAGONE
NOTARY PUBLIC
My Notary Public Expires April 30, 2005

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
16th day of August, 2004.

UNIROYAL CHEMICAL COMPANY, INC.,
a New Jersey corporation, Grantor

By _____
Name:
Title:

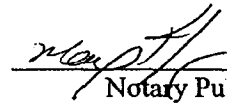
DEUTSCHE BANK AG NEW YORK BRANCH,
as Collateral Agent and Grantee

By Scottye Lindsey
Name: **Scottye Lindsey**
Title: **Director**

By Carin M. Keegan
Name: **Carin M. Keegan**
Title: **Vice President**

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 16th day of August, 2004, before me personally came Carin M. Keegan and Scottye Lindsey who, being by me duly sworn, did state as follows: that [she is Vice President and he is Director of Deutsche Bank AG New York Branch, that they are authorized to execute the foregoing Grant on behalf of said corporation and that they did so by authority of the Board of Directors of said corporation.



Notary Public

MAY KAREN YIP DANIELS
Notary Public, State of New York
No. 01YI6111759
Qualified in New York County
Commission Expires June 20, 2008

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