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To the Honorable Commissioner of Patents and

101303714

original documents or copy thereof.

1. Name of conveying party(ies):

Fabwel, Inc.

- Individual(s)
- General Partnership
- Corporation-State Indiana
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: December 27, 1999

2. Name and address of receiving party(ies)

Name: Norandex Inc.

Internal Address: _____

Street Address: 8450 S. Bedford Road

City: Macedonia State: OH ZIP: 44056

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

See Attached Schedule

B. Trademark Registration No.(s)

See Attached Schedule

Additional numbers attached? Yes No

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

Name: Darlene Logsdon

Internal Address: Owens Corning

Street Address: One Owens Corning Parkway

City: Toledo State: OH ZIP: 43659

03/31/2000 DNGUYEN 00000133 500568 75132473

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 340.00
and any additional fees associated with this matter as may be required
 Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

50-0568

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

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 300.00 CH

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.

Darlene Logsdon
Name of Person Signing

Darlene Logsdon
Signature

2/17/2000
Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002042 FRAME: 0117

Trademark	Status	Application Number	Registration Number
F	Registered	75/132,473	2,055,513
F	Pending	75/088,578	
F LOGO	Pending	75/892,408	
F LOGO	Registered	73/801,017	1,579,760
FABLOC	Registered	75/364,496	2,300,517
FABWEL	Pending	75/132,467	
FABWEL	Registered	75/088,598	2,104,811
FABWEL	Registered	74/247,913	1,875,027
FABWEL	Registered	74/800,049	1,625,980
GOOD LIFE	Registered	75/008,924	2,003,153
NEW EDITION	Pending	75/882,033	
TRU-RIB	Registered	75/346,814	2,205,375
TRU-TRIM	Registered	75/336,039	2,300,469

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"AMERIMARK BUILDING PRODUCTS, INC.", A DELAWARE CORPORATION,

"FABWEL, INC.", A INDIANA CORPORATION,

WITH AND INTO "NORANDEX INC." UNDER THE NAME OF "EXTERIOR SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1999, AT 11 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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001024638

AUTHENTICATION: 0202890
DATE: 01-18-00

TRADEMARK
REEL: 002042 FRAME: 0119

CERTIFICATE OF MERGER

OF

FABWEL, INC.
(an Indiana corporation)

AND

AMERIMARK BUILDING PRODUCTS, INC.
(a Delaware corporation)

WITH AND INTO

NORANDEX INC.
(a Delaware corporation)

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Norandex Inc.	Delaware
Fabwel, Inc.	Indiana
AmeriMark Building Products, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, executed, certified and acknowledged by each of the constituent corporations in accordance with subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is Norandex Inc.

FOURTH: That the Certificate of Incorporation of Norandex Inc., a Delaware corporation, as heretofore amended and as in effect on the date of the merger, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving the merger,

except that the Article thereof numbered "FIRST" shall be amended as of the effective date and time to read as follows:

"FIRST: The name of the corporation is Exterior Systems, Inc."

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation. The address of such office of the surviving corporation is c/o Owens Corning, One Owens Corning Parkway, Toledo, Ohio 43659.

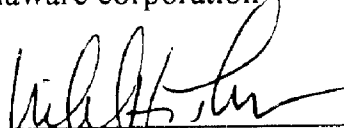
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the merger shall become effective on December 31, 1999 at 11:59 p.m.

EIGHTH: That the authorized capital stock of Fabwel, Inc., an Indiana corporation, is 10,000,000 preferred shares of which no shares are issued and outstanding and 30,000,000 common shares of which 4,776,000 are issued and outstanding, each without par value.

IN WITNESS WHEREOF, Norandex Inc. has caused this certificate to be signed on its behalf by Michael H. Thaman, its President, this 15th day of December, 1999.

NORANDEX INC.,
a Delaware corporation

By: 

Michael H. Thaman, President

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