

1-3-01

Form PTO-1594
1-31-92

01-18-2001

U.S. Department of Commerce
Patent and Trademark Office



To the Honorable Commissioner of
Please record the attached original documents or copy thereof.

101586514

1. Name of conveying party(ies):

Roofco, Inc.
South Steele Street
Suite 222
Denver, CO 80209

- Individual(s)
- General Partnership
- Corporation - State Delaware
- Other
- Association
- Ltd. Partnership

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

2. Name and address of receiving party(ies):

Tecta America Corp.
1013 Centre Road
Wilmington, Delaware 19805 USA

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

3. Nature of Conveyance:

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

Execution Date: June 11, 1999

If assignee is not domiciled in the U.S., a domestic representative designation is attached: Yes No (Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No. (s)

75/776,224
75/713,022

B. Trademark Registration No. (s)

Additional numbers attached? Yes No

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

Joseph D. Kuborn
ANDRUS, SCEALES, STARKE & SAWALL, LLP
100 East Wisconsin Avenue, Ste. 1100
Milwaukee, Wisconsin 53202

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$65.00

- Enclosed
- Authorized to charge to deposit

8. Deposit account number: 01.2000
(Attached duplicate copy of this page if paying by deposit account)

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.

Joseph D. Kuborn
Name of Person Signing

Signature

December 27, 2000
Date

Total number of pages including cover sheet, attachments and document: 3

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

01/18/2001 AAHME1 00000034 75776224

01 FC:481
02 FC:482

40.00 DP
25.00 DP

State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "ROOFCO INCORPORATED", CHANGING ITS NAME FROM "ROOFCO INCORPORATED" TO "TECTA AMERICA CORP.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2934169 8100

991236165

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 9799866

DATE: 06-11-99

TRADEMARK
REEL: 002215 FRAME: 0545

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
ROOFCO INCORPORATED**

Roofco Incorporated, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of Roofco Incorporated, by unanimous written consent of the directors effective May 31, 1999, adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of said corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that a proposed amendment to the Certificate of Incorporation of the Corporation, amending and restating ARTICLE 1 to read in its entirety as follows, is recommended to the stockholders for approval as being in the best interests of the Corporation:

ARTICLE 1

The name of the corporation is Tecta America Corp.

SECOND: That the stockholders of said corporation duly adopted such resolutions by written consent effective May 31, 1999 in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, and any required written notice thereof has been given as provided in such Section 228.

THIRD: That said amendments were duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Roofco Incorporated has caused this certificate to be executed by Donald McNamara, its President, on this 31st day of May, 1999.

ROOFCO INCORPORATED

By: Donald S. McNamara
Donald McNamara, President